



Philadelphia Authority for Industrial Development

December 17, 2015

Mr. Tom Stolle
EPA Region 3
1650 Arch Street, Mail Code 3HS51
Philadelphia, PA 19103
Phone Number: 215-814-3129

Dear Mr. Stolle:

The Philadelphia Authority for Industrial Development ("PAID") is pleased to submit this application to the U.S. Environmental Protection Agency for a brownfield revolving loan fund grant to recapitalize our fund and facilitate remediation of additional contaminated parcels in the City of Philadelphia (specifically focusing on the Lower Schuylkill). The application is responsive to CFDA No. 66.818 and funding opportunity #EPA-OSWER-OBLR-15-05.

1. The applicant is PAID, with offices located at 2600 Centre Square West, 1500 Market Street, Philadelphia, PA 19102-2126.
2. PAID's DUNS number is 1014464740000.
3. Funding Requested:
 - a. Grant type: RLF
 - b. Federal Funds Requested: \$1,000,000 (no cost share waiver requested)
 - c. Contamination: Hazardous substances
 - d. Community-wide
4. Location: City of Philadelphia, with a focus on the Lower Schuylkill area
5. Contacts:
 - a. Project Director:
Kate McNamara, Vice President, Real Estate Services
Philadelphia Industrial Development Corporation¹
2600 Centre Square West
1500 Market Street
Philadelphia, PA 19102.

¹ The Philadelphia Industrial Development Corporation ("PIDC") manages and performs all PAID operations and obligations, pursuant to a formal management contract (available upon request). PIDC is the City of Philadelphia's economic development arm, administering a financial and real estate products and services to spur economic growth throughout the City.

[REDACTED]

b. PAID Chairman:

Thomas A.K. Queenan
Chair, Philadelphia Authority for Industrial Development
2600 Centre Square West
1500 Market Street
Philadelphia, PA 19102.

[REDACTED]

6. Date Submitted: December 17, 2015

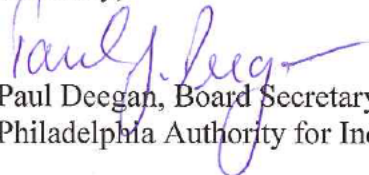
7. Project Period: Five years

8. Population:

- i) Population of Jurisdiction (City of Philadelphia): 1,526,006
- ii) Population of Jurisdiction (City of Philadelphia): 1,526,006
Population of Target Area (Lower Schuylkill): 72,770

The "Other Factors" Checklist (Appendix 3) is attached to this transmittal letter, per the guidelines for CFDA No. 66.818 and funding opportunity #EPA-OSWER-OBLR-15-05. Should you have questions or require supplemental information, please contact Kate McNamara, Vice President, Real Estate Services, at [REDACTED]. Thank you for your consideration of this proposal.

Sincerely,


Paul Deegan, Board Secretary
Philadelphia Authority for Industrial Development

Appendix 3 RLF Other Factors Checklist

Name of Applicant: PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

Please identify (with an **X**) which, if any of the below items apply to your community or your project as described in your proposal. To be considered for an Other Factor, you must include the page number where each applicable factor is discussed in your proposal. EPA will verify these disclosures prior to selection and may consider this information during the selection process. If this information is not clearly discussed in your narrative proposal or in any other attachments, it will not be considered during the selection process.

Other Factor	Page #
<i>None of the Other Factors are applicable.</i>	
Community population is 10,000 or less.	
Applicant is, or will assist, a federally recognized Indian tribe or United States territory.	
Targeted brownfield sites are impacted by mine-scarred land.	
Applicant demonstrates firm leveraging commitments for facilitating brownfield project completion by identifying amounts and contributors of funding in the proposal and have included documentation.	✓ Page 9
Recent (2008 or later) significant economic disruption has occurred within community, resulting in a significant percentage loss of community jobs and tax base.	✓ Page 1
Applicant is one of the 24 recipients, or a core partner/implementation strategy party, of a "manufacturing community" designation provided by the Economic Development Administration (EDA) under the Investing in Manufacturing Communities Partnership (IMCP). To be considered, applicants must clearly demonstrate in the proposal the nexus between their IMCP designation and the Brownfield activities. Additionally, applicants must attach documentation which demonstrate either designation as one of the 24 recipients, or relevant pages from a recipient's IMCP proposal which lists/describes the core partners and implementation strategy parties.	
Applicant is a recipient or a core partner of HUD-DOT-EPA Partnership for Sustainable Communities (PSC) grant funding or technical assistance that is directly tied to the proposed Brownfields project, and can demonstrate that funding from a PSC grant/technical assistance has or will benefit the project area. Examples of PSC grant or technical assistance include a HUD Regional Planning or Challenge grant, DOT Transportation Investment Generating Economic Recovery (TIGER), or EPA Smart Growth Implementation or Building Blocks Assistance, etc. To be considered, applicant must attach documentation.	
Applicant is a recipient of an EPA Brownfields Area-Wide Planning grant.	

EPA BROWNFIELD REVOLVING LOAN FUND GRANT APPLICATION
PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT
DECEMBER 17, 2015

Introduction: The Philadelphia Authority for Industrial Development (PAID) seeks a \$1,000,000 revolving loan fund grant to remediate multiple contaminated sites in the Lower Schuylkill section of Philadelphia¹.

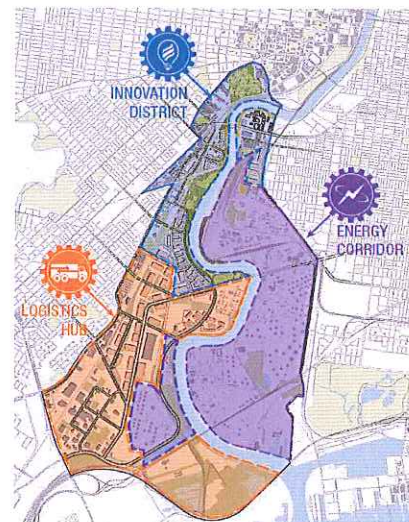
Section V.B.1. - Community Need

a. Targeted Community and Brownfields

i. **Targeted Community Description:** Philadelphia is the 5th largest city in the U.S. Through the early 20th century, the City thrived as a vibrant port and industrial hub. Its reputation as the "Workshop of the World" was driven by a diverse manufacturing sector, with strengths in textiles, shipbuilding, and locomotives. After WWII, the city's manufacturing core collapsed, shedding thousands of jobs. Much of its industrial base and over 500,000 residents departed. In the past 25 years, Philadelphia has lost 100,000 jobs and 69% of its manufacturing jobs. The result is a legacy of vacant and underutilized brownfields.

The 3,700 acre Lower Schuylkill (LS) area of Philadelphia was hit especially hard by contractions in the national manufacturing sector, losing businesses like DuPont (2009), MAB Paints (2005), Breyer's Ice Cream (1995), and National Heat and Power (late 1990's). The cumulative effect is a deeply deteriorated corridor with 68% of the City's vacant and underutilized industrial land, high unemployment, poverty, and extensive brownfields.

The 2013 Lower Schuylkill Master Plan ("LSMP") recommends brownfield remediation and infrastructure upgrades to reposition the area as a network of modern business campuses – the Innovation District (ID), the Energy Corridor, and the Logistics Hub. Together, these actions are expected to revitalize the LS by attracting new investment, creating jobs and reducing health risks.

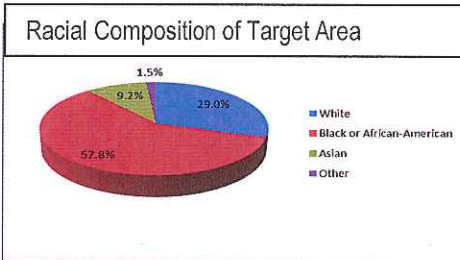


This RLF grant will enable PAID to recapitalize its Brownfield Revolving Loan Fund and provide financing to brownfield owners who commit to remediation under Pennsylvania's Act 2 voluntary cleanup program.

¹ The City's "Brownfield Working Group" (comprised of PAID/PIDC, the Commerce Department, the Mayor's Office of Sustainability, the Planning Commission, and the Redevelopment Authority (PRA)) is committed to executing a coordinated, city-wide strategy for revitalizing brownfields. Quarterly meetings prioritize brownfields, identify funding, and advance the best site(s) for each opportunity. Consistent with their expertise, PIDC advances industrial/commercial brownfields, while PRA advances residential/community-retail sites. This strategy leverages existing expertise and capacity to present the best sites in each sector to funders, while advancing the City's overall objective of maximizing brownfield revitalization.

ii. Demographic Information

	Lower Schuylkill ²	Philadelphia	Pennsylvania	U.S.
Population ³	72,770	1,526,006	12,702,379	308,745,538
Unemployment ⁴	14.8%	15.1%	5.1% ⁵	5.0% ⁶
Poverty Rate ⁷	26.2%	26.5%	13.3%	15.4%
Percent Minority ⁸	Non-White 68.6% Hispanic 3.3%	Non-White 59.0% Hispanic 12.3%	Non-White 16.5% Hispanic 5.7%	Non-White 27.6% Hispanic 16.3%
Median Household Income ⁹	\$33,738	\$34,510	\$52,548	\$53,046
Percent Children (Under 18) ¹⁰	15.3%	22.5%	22.0%	24.1%
Percent Elderly ¹¹	10.7%	12.1%	15.4%	13.0%



Less than 5% of the LS is residential, but its brownfields impact adjacent communities. Recent data shows a predominantly minority community with over ¼ living in poverty. Children under 18 and the elderly (age 65+) comprise over 25% of the target population. The steady decline in area jobs over the past six decades is reflected in the 14.8% unemployment rate - nearly triple the state rate and national rates.

iii. Description of Brownfields: The LS includes 2,010 parcels, varying from 1/10 to 1,400 acres. Historic uses include petroleum and chemical activity, manufacturing and heavy industrial¹². Communities such as Forgotten Bottom and Bartram's Village, are less than one mile from confirmed brownfield sites¹³. Adjacent communities such as Southwest and Grays Ferry are within 0-2 miles of confirmed or suspected brownfields. Environmental reports for several typical sites reveal:

² Lower Schuylkill figures average of pertinent rates for Census tracts 33, 36, 38, 56, 60-62, 66-67, 69-70, 74, 77-78, 369, 373, 9804, and 9809.

³ 2010 U.S. Census

⁴ 2012 American Community Survey (ACS) - 5 Year Population Estimate

⁵ PA Dept. of Labor & Industry (11/20/15)

⁶ Bureau of Labor Statistics, US Dept. of Labor (11/2015)

⁷ 2012 ACS - 5 Year Estimates (unless otherwise noted)

⁸ 2010 U.S. Census; non-white includes Black or African-American, Asian, American Indian and Native American, Native Hawaiian and Other Pacific Islander

⁹ Average of median household income for all tracts in target area. Data from 2012 ACS - 5 Year Estimates

¹⁰ 2010 U.S. Census

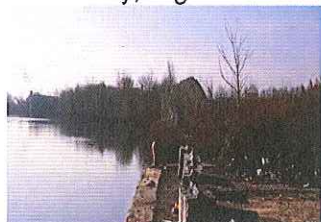
¹¹ 2010 U.S. Census

¹² LSMP, pp. 13-14; "Assessment of Environmental Conditions for the LSMP", Langan Engineering & Environmental, 2/10/12.

¹³ Forgotten Bottom is located just blocks from a brownfield site at 1201 S. 35th Street. Bartram's Village is located less than a mile from several brownfield sites, including 1633 S. 49th Street and 5014 Grays Avenue.

1201 S. 35 th	Arsenic, lead, benzo(a)pyrene, bis(2-chloro-ethyl)ether in excess of state standards
1633-35 S. 49 th	Benzene and lead in excess of state standards
1601-03 S. 49 th	Lead, arsenic, benzo(a)anthracene, benzo(a)pyrene, indeno(1,2,3-cd)pyrene and dibenzo(a,h)anthracene in excess of EPA risk-based concentrations for industrial
3000 S. 56 th	Petroleum, benzene, anthracene, chrysene, fluoranthene, pyrene, vinyl chloride, benzo(a)anthracene in groundwater and lead, benzo(a)pyrene, methylene chloride, and dibenz(a,h)anthracene in soil in excess of PADEP medium specific conditions
3062 S. 61 st	Petroleum, benzo(a)pyrene, lead, arsenic, beryllium, cadmium, cobalt, zinc, vinyl chloride, and chloromethane in excess of non-residential statewide health standard

Exposure to arsenic and lead can cause skin, eye, throat, and lung irritation, as well as cancer and developmental impacts¹⁴. Benzene is a carcinogen linked to leukemia¹⁵ and benzo(a)pyrene is a probable carcinogen¹⁶. These contaminants and others pose threats to on-site human activity, groundwater, and the health of the Schuylkill River. Many residents fish in the river and eat their catch, illustrating the direct impact these contaminants have on public health. Contamination has deterred new investment, giving rise to vacancy, blight and undesirable uses.



In addition to presenting serious health risks, many LS brownfield sites are overgrown and poorly maintained, with crumbling structures and graffiti. These conditions diminish property values and quality of life. Depressed property values provide little incentive for owners to invest in remediation. The result is reduced economic activity, lost jobs and tax revenue, and deteriorating quality of life in the area.

iv. Cumulative Environmental Issues: Poor air quality exacerbates health risks from soil and groundwater contamination. The LS includes the East Coast's largest oil refinery, multiple trash facilities, many industrial plants, and a large hospital complex. It's also adjacent to major air pollution sources like the Port of Philadelphia and Philadelphia International Airport¹⁷, as well as criss-crossed by passenger and freight rail, two interstate highways, and dotted with several of the City's most-congested intersections. In 2011, these sources were responsible for 24% of the benzene and formaldehyde emissions in the City.¹⁸

"[The refinery] is the single largest contributor to hazardous air pollutants in Philadelphia. It is surrounded by mostly low income neighborhoods and those people are at risk for a higher range of environmental impacts."

Joe Minott, Clean Air Council Executive Director
"New Refinery Rules will Cut Emissions",
Statelmpact, 9/29/15

"In 2013, the refinery emitted more than 350 tons of hazardous air pollutants, including roughly 29 tons of benzene, a potent carcinogen, and other toxins associated with respiratory problems such as asthma."

"South Philadelphia Refinery Creates Toxic Air as Well as Jobs" Philadelphia Daily News, April 13, 2015

¹⁴ "ToxFAQs for Arsenic" and "ToxFAQs for Lead", Agency for Toxic Substances and Disease Registry website (2104)

¹⁵ "ToxFAQs for Total Petroleum Hydrocarbons", Agency for Toxic Substances and Disease Registry website (2014)

¹⁶ "ToxFAQs for Polycyclic Aromatic Hydrocarbons", Agency for Toxic Substances and Disease Registry website (2014)

¹⁷ Philadelphia's 2012 Air Quality Report identified ports & airports as significant diesel particulate matter sources

¹⁸ Philadelphia's Air Quality Report 2011, Philadelphia Department of Public Health Air Management Services

This concentrated mix of uses makes the area especially vulnerable to air toxics, including benzene, acetaldehyde, and formaldehyde¹⁹. Prolonged exposure can cause conditions ranging from eye, nose, and throat irritation to cancer, and damage to the liver, kidneys, central nervous and reproductive systems.²⁰

b. Impacts on Targeted Community: LS communities are struggling to overcome extensive poverty and health risks. Unemployment is 14.8% (nearly triple state and national rates), reflecting a lack of new investment, jobs, and opportunity in the decades since major LS manufacturing facilities closed. 26.2% of residents now live in poverty.

Air toxics, soil and groundwater contamination create additional challenges, ranging from eye, nose, and throat irritation to cancer, liver and kidney damage.²¹ Philadelphia's cancer rates significantly exceed state and national rates for specific types associated with LS contaminants:

Cancer Type	Philadelphia Incidence ²² (per 100,000 residents)	State Incidence ²³ (per 100,000 residents)	National Incidence ²⁴ (per 100,000 residents)
Kidney	20.2	16.8 ²⁵	15.6 ²⁶
Lung & Bronchus	81.7	67.1 ²⁷	58.7 ²⁸
Liver & Bile Duct	15.9	7.2 ²⁹	8.2 ³⁰

In 2012, cancer was the #1 cause of death in LS communities east of the river³¹. The heavily minority LS population (68.6% minority and 57.8% black) is especially sensitive, since statewide statistics demonstrate a higher incidence of cancer in minority communities, particularly African-American³².

Respiratory issues (also associated with LS contaminants) are disproportionately high. 16.6% of adults³³ have asthma, more than double the national rate of 8.0%³⁴. Children fare worse, with 22.1%³⁵ affected by

¹⁹ Philadelphia's 2013 Air Quality Report identifies refineries, facilities with large boilers, and vehicles as significant contributors.

²⁰ "Introduction to Indoor Air Quality: Volatile Organic Compounds", <http://www.epa.gov/iaq/voc.html#Health Effects> (2014)

²¹ "Introduction to Indoor Air Quality: Volatile Organic Compounds", <http://www.epa.gov/iaq/voc.html#Health Effects> (2014)

²² National Cancer Institute, State Cancer Profiles, Incidence Rate Report for Pennsylvania by County (2014)

²³ National Cancer Institute, State Cancer Profiles, Incidence Rate Report for Pennsylvania by County (2014)

²⁴ National Cancer Institute, State Cancer Profiles, Incidence Rate Report for Pennsylvania by County (2014)

²⁵ National Cancer Institute, State Cancer Profiles, Incidence Rate Report for Pennsylvania by County (2014)

²⁶ National Cancer Institute, SEER Stat Fact Sheets: Kidney and Renal Pelvis Cancer (2015)

²⁷ National Cancer Institute, State Cancer Profiles, Incidence Rate Report for Pennsylvania by County (2014)

²⁸ National Cancer Institute, SEER Stat Fact Sheets: Lung and Bronchus Cancer (2015)

²⁹ National Cancer Institute, State Cancer Profiles, Incidence Rate Report for Pennsylvania by County (2014)

³⁰ National Cancer Institute, SEER Stat Fact Sheets: Liver and Intrahepatic Bile Duct Cancer (2015)

³¹ 2012 Vital Statistics Report, City of Philadelphia Department of Public Health (2015)

³² National Cancer Institute, State Cancer Profiles, Incidence Rate Report for Pennsylvania by Race/Ethnicity (2014)

³³ Average of rates for Health Care Service Areas 2, 3, and 4, which serve the six target zip codes and several others nearby. These are the smallest geographical unit by which health factors and outcomes are published by the Philadelphia Department of Public Health. Rates are from the 2009 "Health Center Service Areas – Examining Population Health in Philadelphia" (City of Philadelphia).

³⁴ "Summary Health Statistics for U.S. Adults: National Health Interview Survey", Centers for Disease Control (2012)

³⁵ Average of rates for Health Care Service Areas 2, 3, and 4, which serve the six target zip codes and several others nearby. This is the smallest geographical unit by which health factors and outcomes are published by the Philadelphia Department of Public Health. Data is from the 2009 "Health Center Service Areas – Examining Population Health in Philadelphia" (City of Philadelphia).

asthma - more than double the national rate of 9.3%³⁶. Black children have the second highest rate of asthma hospitalizations in the City³⁷, showing a disproportionate impact on this sensitive population.

Brownfields also impact quality of life. With 68% of the City's vacant and under-utilized industrial properties concentrated in the Lower Schuylkill, short-dumping and vandalism are pervasive and contribute to reduced quality of life and property values. Contamination and neglect breed vacancy, blight and undesirable uses, while deterring new investment.

c. Financial Need

i. Economic Conditions: Decades of industrial closures and disinvestment, as detailed in Section V(B)(1)(a), have depressed LS property values, providing little incentive for private landowners to invest in remediation. The resulting proliferation of brownfields jeopardizes public health and deters new investment. With smart investment and careful project management, PIDC has successfully remediated 40 acres of LS brownfields in just 5 years. PAID and the City are committed to doing more, however public resources are limited by revenue constraints and competing budget needs. PIDC seeks state and federal grants to augment local funds and facilitate remediation of key brownfield sites.

ii. Economic Effects of Brownfields: During the 20th century, the LS shifted from a powerful economic hub to a dilapidated industrial corridor. Contamination and cleanup expenses deter new investment, driving the area further into blight and despair. Properties languished and undesirable uses proliferated. Surrounding communities and the City itself have paid the price, through pervasive unemployment, a declining standard of living, reduced quality of life and significant diminutions in economic activity and tax revenue. 26.2% of residents³⁸ live in poverty, compared with 13.3% statewide and 15.4% nationally³⁹. Unemployment is 14.8% in the Lower Schuylkill, compared to 5.1% statewide and 5.0% nationally⁴⁰. Real estate values don't support remediation, so owners simply hold property or adopt low-quality uses that won't disturb the soil (e.g. junkyard, storage). This results in extended inaction on brownfield sites, deteriorating quality of life, and a recurring drag on the City's economy. Currently, the Lower Schuylkill averages just 2 jobs/acre, compared to 10-12 jobs/acre at the Navy Yard, 15-20 jobs/acre at Philadelphia Airport, and 40-46 jobs/acre in University City⁴¹.

2. RLF Program Description and Feasibility of Success

a. Program Description and Marketing Strategy

i. Program Description: A key LSMP recommendation is the development of resources to facilitate brownfield remediation and redevelopment. In 2011, PAID received a \$1M EPA grant to establish a revolving loan fund (RLF) for brownfield remediation. The RLF has approved two exciting projects: (1) remediation to support the University of Pennsylvania's new \$36.5M Pennovation Center for technology

³⁶ "Summary Health Statistics for U.S. Adults: National Health Interview Survey", Centers for Disease Control (2012)

³⁷ 2015 City of Philadelphia Community Health Assessment

³⁸ Rate is for Census Tract 33, based on the 2012 ACS – 5 Year Estimates

³⁹ 2012 ACS

⁴⁰ 2012 ACS – 5 Year Population Estimate

⁴¹ LSMP, p. 15-16

commercialization, and (2) remediation to complete the natural learning campus of the environmentally-focused Green Woods K-8 charter school. PAID seeks a \$1,000,000 grant to replenish the RLF.

To preserve the RLF's viability, PAID will use the bulk of the grant (\$700,000 + \$100,000 cost share) for low-interest loans. Based on typical parcel size, remediation cost per acre, and RLF history, PAID believes this will support 2 loans of \$400,000 each. The RLF will be replenished as loans are repaid, facilitating new loans. Loans will have flexible terms, be subordinated, and include the following terms:

LOAN AMOUNT:	\$100,000 - \$600,000
EQUITY CONTRIBUTION:	Minimum 10% of total project costs
INELIGIBLE RECIPIENTS:	Sites and entities potentially liable under CERCLA 107
INTEREST RATE:	0-1%
TERM:	5-15 years
COLLATERAL:	Loans are secured; must be able to support debt service
FEES:	Application Fee: \$500
	Origination Fee: 1.5% of loan or grant amount ⁴²
	Settlement Fee: Approximately 1% of loan amount ⁴³

PAID will utilize \$300,000 for sub-grants to eligible non-profits. Sub-grants may stand alone or be combined with RLF loans. This amount will support 2 sub-grants of \$150,000 each (based on typical parcel size, remediation costs per acre, and RLF history). Sub-grants will not exceed \$200,000 each. Sub-grants will be structured as traditional grants with reimbursement for eligible expenses.

PAID's RLF targets owners that need low-cost, flexible financing to remediate their properties. Intra-governmental loans are also available, as several LS brownfields are owned by governmental entities. Primary consideration will be given to Innovation District sites with high redevelopment potential or strategic importance under the LSMP. Secondary consideration will be given to sites elsewhere in the LS, followed by sites located outside the LS.

The RLF is administered by an internal PIDC team consisting of Financial Services (FS), Real Estate Services (RES), Operations, and Marketing/Business Development (MBD). MBD markets the RLF and solicits applications. RES works with the QEP to review applications for technical eligibility and coordinates with community groups. Projects deemed eligible are shared with FS for underwriting. FS uses a detailed credit review process, analyzing ability to repay and quality of the collateral. Once underwriting is complete, FS secures approvals from PAID's Loan Committee (an independent, external 5 member group with extensive banking, business, legal, and nonprofit experience) and the PAID Board. Sub-grants are also approved by PAID's Board. Operations then closes the transaction and commences administration and oversight. Operations manages the entire loan and sub-grant portfolio, as well as provides accounting and financial reporting, information technology and legal services. PIDC utilizes Portfol TM (Portfol), its proprietary software management system from initial contact through approval, loan servicing and compliance, to ensure that loans and sub-grants are handled efficiently and consistent with industry standards and program requirements. Portfol also tracks and reports outputs/outcomes, dollars expended, cleanups achieved, repayments realized, funds leveraged, and other pertinent metrics. PIDC's internal

⁴² Origination fees cover direct costs incurred by PAID to complete the transactions (e.g. due diligence, title search).

⁴³ Settlement fees cover direct costs incurred by PAID to complete the transactions (e.g. closing documents).

accounting and administrative controls ensure that EPA funds are safeguarded against loss. PIDC regularly reviews its loan/grant portfolios and undergoes independent annual audits and periodic program audits (e.g. A-133 compliance audits).

As detailed in Section V(B)(2)(c), PIDC has a successful record of leveraging multiple funding sources to support remediation projects and will bring this expertise to all RLF-funded projects to ensure that sufficient funding is in place to complete remediation and position sites for redevelopment. Borrowers are expected to contribute a minimum of 10% equity. If additional funding is required, PIDC will work with borrowers and sub-grantees to secure additional resources through the PA ISRP program, PA Business in our Sites (BIOS) program, and other available resources. PIDC administers an array of other lending programs (e.g. HUD 108, CDBG) and will pro-actively look for opportunities to combine these resources with RLF funds when a funding gap exists or for high-risk sites in vulnerable communities.

Due to the sheer number of LS brownfields and the 20+ year timeline of the LSMP, PAID is highly motivated to maximize the long-term viability of the RLF. To ensure the RLF can support future remediation projects after the cooperative agreement is closed, PAID will focus on loans and reserve sub-grants for strategically important projects with critical funding gaps.

ii. Marketing Strategy: PAID's RLF targets owners that need low-cost, flexible remediation financing and focuses on sites with rapid remediation and redevelopment potential. PAID also seeks sites with strategic LSMP importance (e.g. riverfront trail right-of-way). For this grant, PAID is focusing on sites in the LS' "Innovation District". These include: (1) a 7 acre east bank site used for waste handling; (2) a 7 acre west bank site used for waste handling; (3) a vacant 8 acre site on the west bank; (4) a 2 acre west bank site used for municipal purposes; (5) an 8 acre west bank site used for municipal fleet management; and (6) a vacant 30 acre site on the west bank.

For PAID's 2012 RLF, the most successful marketing tool was one-on-one outreach to current and past clients. We plan to utilize that approach with this grant too, as well as connect with new prospects through mailings, meetings, our website, and social media. We'll also leverage our relationships with City agencies, business groups, real estate and environmental professionals, community groups, and developers to identify prospects. A key new pipeline is PAID's EPA-funded Brownfields Assessment Program, which will assess brownfields with significant redevelopment potential and position them for Act 2 remediation. We continue to receive RLF inquiries (e.g. a brewery looking for an expansion site, a community garden, a new health care/social services facility), reflecting continued interest in the RLF products.

b. Task Descriptions and Budget Table

i. Task Descriptions

Task 1 – Launch RLF and Engage Communities: PAID will execute the CAR with EPA and launch a public solicitation process (compliant with federal requirements) to retain a qualified environmental professional (QEP) for eligibility reviews, technical oversight, and regulatory coordination. Based on market rates, PIDC anticipates this contract to be \$100,000 (grant funded). PIDC will market the program, solicit applications, then work with the QEP to review for technical eligibility. Projects deemed technically eligible will be shared with relevant community groups for feedback and internally with PIDC's finance group for underwriting and approvals. Staffing costs are estimated at \$34,560, based on 360 hours (20 hours/month x 18 months) at \$96/hour. PIDC will fund 100% of these costs as a voluntary cost share; for this reason,

they aren't included in the budget table. Outputs include an executed CAR, an RFP for QEP services, a QEP contract, applications from prospective borrowers/grantees, technical eligibility memoranda, underwriting documentation, Loan Committee and PAID Board approvals, and reports to EPA pursuant to the CAR.

Task 2 – Loans: PIDC anticipates 2 loans for \$400,000 each for a total of \$800,000 (\$700,000 grant funded and \$100,000 funded by the cost share). Amounts are based on typical LS parcels and past remediation costs. Loans will cover eligible remediation costs⁴⁴ and sampling to secure PA Act 2 approval. PIDC and the QEP will oversee loans to ensure RLF and Act 2 compliance, coordinate with PADEP and EPA, update community groups, and provide required reporting. PIDC staff costs are estimated at \$40,320, based on 420 hours (10 hours/month x 42 months) at \$96/hour. PIDC will fund 100% of these costs as a voluntary cost share; for this reason, they aren't included in the budget table. Outputs include loan agreements, technical QEP memoranda, reports to EPA, and two remediated brownfields.

Task 3 - Sub-Grants: PIDC anticipates 2 sub-grants for \$150,000 each for a total of \$300,000 (\$200,000 grant funded and \$100,000 funded by the cost share). Amounts are based on typical LS parcels and past remediation costs. Sub-grants will cover eligible remediation costs⁴⁵ and sampling to secure PA Act 2 approval. PIDC and the QEP will oversee sub-grants to ensure RLF and Act 2 compliance, coordinate with PADEP and EPA, update community groups, and provide reporting. PIDC staff costs are estimated at \$40,320, based on 420 hrs. (10 hrs./mo. x 42 mos.) at \$96/hr. PIDC will fund 100% of these costs as voluntary cost share (not included in budget table). Outputs include sub-grant agreements, technical QEP memoranda, reports to EPA pursuant to the CAR, and two remediated brownfields.

No funds for internal staffing are requested in this application, as PAID believes the RLF will achieve maximum success by dedicating all grant funds to actual brownfield cleanup. For all tasks, PIDC will track progress through regular meetings to review prospects and transactions, transaction administration by PIDC's Operations group, Portfol reports, and regular updates by the QEP.

Budget Table

Funding Type	Budget Categories	Project Tasks (\$) [programmatic costs only]				
		Task 1 – Program Launch & Community Engagement	Task 2 – Loans	Task 3 – Sub-Grants	[Task 4]	Total
Hazardous Substances Funds (HS)	Personnel	0	0	0	0	0
	Fringe Benefits	0	0	0	0	0
	Travel	0	0	0	0	0
	Equipment	0	0	0	0	0
	Supplies	0	0	0	0	0
	Contractual	100,000	0	0	0	100,000
	Loans (must be at least 50% of the amount requested)	0	800,000	0	0	800,000
	Sub-grants	0	0	300,000	0	300,000
	Other (specify)	0	0	0	0	0
	Subtotal:	100,000	800,000	300,000	0	1,200,000

⁴⁴ Demolition costs will only be considered *if demolition is necessary to complete the remediation project.*

⁴⁵ Demolition costs will only be considered *if demolition is necessary to complete the remediation project.*

Petroleum Funds (P)	Personnel	0	0	0	0	0
	Fringe Benefits	0	0	0	0	0
	Travel	0	0	0	0	0
	Equipment	0	0	0	0	0
	Supplies	0	0	0	0	0
	Contractual	0	0	0	0	0
	Loans (must be at least 50% of the amount requested)	0	0	0	0	0
	Sub-grants	0	0	0	0	0
	Other (specify)	0	0	0	0	0
	Subtotal:	0	0	0	0	0
Federal Funding Subtotal (HS + P)		100,000	700,000	200,000	0	1,000,000
Cost Share		0	100,000	100,000	0	200,000
TOTAL BUDGET		100,000	800,000	300,000	0	1,200,000

c. Ability to Leverage: Most brownfield funding sources (e.g. ISRP, BIOS) evaluate requests on a project-by-project basis. As each RLF project is approved, PAID will work with site owners to secure additional funding (if needed) from ISRP, BIOS, and other resources. PAID has a strong record of assembling multiple funding sources to complete remediation projects, as demonstrated below. In 2012, PIDC assembled two EPA cleanup grants, an ISRP, and City Capital funding to remediate 2 LS sites totaling 28 acres. In 2014, PIDC assembled ISRP and City Capital funding to remediate a 12 acre LS site. PAID is currently assembling funding to remediate a 1.3 acre site at the eastern gateway to the LS' Innovation District.

FUNDING SOURCE	AMOUNT	MATCH SOURCE	AMOUNT	PURPOSE	STATUS
EPA	\$1,000,000	City of Philadelphia Capital Funds	\$200,000	2012 Revolving Loan Fund for Brownfield Remediation	Approved & in progress
PADCED	\$847,500	Phila. Capital \$\$	\$801,488	Innov. Dist. Remediation – 1633-35 S. 49 th St.	Complete
PADCED	\$1,000,000	EPA Cleanup (2012)	\$200,000	Innov. Dist. Remediation– USGypsum & Transmontaigne	Complete
		EPA Cleanup Grant	\$200,000		
EPA	\$200,000	No Match Required	\$0	Brownfield Assessments	Complete
TOTALS	\$3,047,500		\$1,401,488		
TOTAL FUNDING	\$4,448,988				

Attachment C documents these leveraged funds.

3. Community Engagement and Partnerships

a. Plan for Involving Targeted Community & Other Stakeholders; and, Communicating Progress: The LS is less than 5% residential, yet its brownfields impact adjacent communities. With the LSMP, PIDC

made a conscious effort to engage these communities⁴⁶ to ensure that the long-term vision reflected their goals and integrated community aspirations into the overall revitalization strategy. The LSMP was informed by 6 public meetings, a public survey, and multiple community group presentations, as well as the inclusion of community groups on the Lower Schuylkill Advisory Group.

With this grant, PIDC will focus on the Innovation District area of the LS. The Innovation District includes or lies adjacent to University City, Grays Ferry, Forgotten Bottom, and Southwest Philadelphia. PIDC has strong relationships with the community groups for all of these neighborhoods, based on LSMP collaboration, LSMP implementation projects, and the 2011 RLF. They support this application and are enthusiastic about collaborating on a new round of RLF funded cleanups.

Once an RLF application clears the eligibility stage, PIDC will contact impacted community group(s) to share information about the proposed cleanup and seek feedback, including any concerns about health, safety, and/or disruption from remediation activities. Once approved, RLF recipients must engage with the impacted communities to satisfy PADEP and EPA requirements. RLF recipients and PIDC will keep community group(s) informed as projects are approved, remediation plans are finalized, and work is completed. Updates may be conducted via phone, in-person meetings, or presentations. Concerns about health, safety, and/or disruption will be addressed promptly by the RLF recipient, QEP, or PIDC.

To ensure that cleanups are protective of sensitive populations and nearby residents, all RLF projects will be vetted by the QEP to ensure technical compliance with PADEP Act 2 and industry standards. For example, certain remediation projects may require special treatment of truck tires to minimize dust, while others may require on-site inspection to ensure proper handling of materials and processes.

b. Partnerships with Government Agencies

i. Local/State/Tribal Environmental Authority: PIDC has worked extensively with PADEP on brownfield remediation, including (1) two recently completed remediation projects in the Innovation District, (2) the 2012 RLF, and (3) assessments for several other LS brownfields. PADEP staff administer PA's Act 2 program and carefully monitor all cleanups to ensure they are protective of human health and the environment. If awarded this grant, PIDC and the QEP will work closely with PADEP to ensure successful cleanups by RLF recipients under Act 2.

ii. Other Governmental Authorities: PIDC will partner with EPA and PADEP on the regulatory side and continue partnering with PADCED on additional ISRP/BIOS funding. Depending on the projects funded by the RLF, there may be opportunities to partner with the Schuylkill River Development Corporation and the City's Parks and Recreation Department to augment the Schuylkill River Trail (e.g. some parcels have been willing to slice off a riverside strip of land for the trail). PIDC will work closely with PhillyWorks to connect RLF recipients with environmental job training programs. PhillyWorks is a nonprofit supporting regional workforce development with funding and technical assistance. PAID will encourage RLF recipients to work with environmental professionals who utilize these programs. PIDC will also work with the City's Commerce Department on redevelopment opportunities for RLF-funded sites, as well as with the Philadelphia City Planning Commission (PCPC) to ensure consistency with the City plan.

⁴⁶ Some communities are physically adjacent but have little connection, due to the presence of major infrastructure such as I-76, the 26th Street rail viaduct, and freight rail berms.

c. Partnerships with Community Organizations: PIDC will work with the following community groups on RLF-funded remediation projects:

- University City District - Non-profit focused on commercial revitalization and quality of life in the university district west of Center City;
- Southwest CDC: Non-profit CDC representing 70,000+ residents in Southwest Philadelphia, providing social services, support and economic development;
- Grays Ferry Community Council – Non-profit representing Grays Ferry in the northeast LS and providing services and economic development; and
- Forgotten Bottom Association – Non-profit association representing the residential neighborhood of Forgotten Bottom, in the northeast LS.

These groups are aware of this application and enthusiastic about new RLF cleanup projects in the LS. The groups are committed to working with PIDC and RLF recipients to review projects, provide feedback, share information, and ensure coordination. Letters of support are included as Attachment B.

4. Program Benefits

a. **Health and/or Welfare and Environmental Benefits:** As detailed in Section V(B)(1), the primary challenges facing LS communities are poverty, unemployment, health, and quality of life. Remediating and redeveloping brownfields effectively addresses all 4 issues. To date, PIDC has remediated 40 acres of Innovation District brownfields; 28 acres have been remediated by private parties. These projects (1) improved environmental conditions, (2) reduced health risks, (3) improved quality of life (by removing blight and supporting a new trail), and (4) attracted \$49M of new private investment and over 200 new jobs⁴⁷.

This grant will support remediation of 2-4 additional brownfields, positioning them for quality redevelopment in accordance with the LSMP. Each project contributes to the slow, but steady transformation that's beginning to take place. New development is bringing critically-needed jobs, while remediation is reducing risks from exposure to contaminated soil and runoff, and airborne pollutants. Quality of life will improve as blight is removed and sites are readied. On two prior PIDC remediation projects, PIDC partnered with the City's Parks and Recreation Department on a publicly-accessible riverfront recreation trail to be constructed on a piece of the cleaned up site. PIDC will look for similar opportunities in this new crop of RLF projects.

b. Environmental Benefits from Infrastructure Reuse/Sustainable Reuse

i. **Policies, Planning, or Other Tools:** Urban brownfield redevelopment is inherently sustainable, reusing existing land, infrastructure, and utilities. Rail lines and roadways already exist, as well as efficient mass transportation which connects residents of all economic levels to jobs in the City and region. The LSMP embraces sustainable development and recommends: (1) recycling LS brownfields, (2) leveraging existing LS infrastructure to maximize efficiency and reduce costs, and (3) supporting enhanced public transportation to reduce congestion and emissions. The LSMP calls for 46 acres of new greenspace, 5 miles of new trails, and shared green stormwater infrastructure to create a unique type of mixed-use that benefits communities and businesses. It also recommends improved pedestrian and bicycle features (e.g. "complete streets") to further expand alternative transportation options.

⁴⁷ The University of Pennsylvania is currently investing \$36.5M to construct its new "Pennovation Center" for research and technology commercialization on a former Innovation District brownfield on the east bank.

PIDC strongly encourages redevelopment projects to incorporate sustainable design, construction, and LEED certification, as it has done successfully at the Philadelphia Navy Yard. The Navy Yard's LEED-certified Tasty Baking facility was constructed on a reclaimed brownfield and features a heat-reflecting roof, sustainable materials, and water-saving fixtures. The Urban Outfitters complex, also at the Navy Yard, features extensive use of recycled materials. While PIDC can't mandate sustainable redevelopment strategies on privately-owned sites, we frequently provide financing and strongly encourage our borrowers to incorporate LEED standards and sustainable methods and features into their projects.

ii. Integrating Equitable Development or Livability Principles

Remediating LS brownfields yields attractive new sites for development and job creation (e.g. the \$36.5M Pennovation Center), as well as publicly-accessible amenities for surrounding communities (e.g. the Bartram's Mile trail slated for construction in 2016). All of these outcomes achieve the "livability" goals of the EPA, U.S. Dept. of Housing and Urban Development and the U.S. Dept. of Transportation by:

- Provide More Transportation Choices: Several LSMP projects seek to enhance current transit systems and support increased bicycle and pedestrian commuting (e.g. Schuylkill River trail extension, University City Transportation Study). Brownfield remediation makes land available for these features and redevelopment attracts new users that create the necessary volume to expand transit.
- Promote Equitable, Affordable Housing: Businesses locating on former brownfields drive demand for quality, affordable housing in adjacent communities (e.g. growth at University of the Sciences and Pennovation is supporting housing stock improvement in upper Southwest and Forgotten Bottom).
- Increase Economic Competitiveness: Former brownfields offer competitive advantages, due to existing infrastructure and proximity to major modes of transportation.
- Support Existing Communities: RLF-funded cleanups support adjacent communities by reducing contaminant exposure, creating new economic opportunities, and providing sites for new publicly-accessible amenities (e.g. Bartram's Mile trail) that can improve health outcomes such as obesity.
- Leverage Federal Investment: PAID/PIDC have a successful record of leveraging federal investment to attract additional local, state, private, and philanthropic dollars. Funds from the 2012 RLF have already leveraged over \$36.5M in private investment and new development. PAID/PIDC will continue this approach with the current grant.
- Value Communities and Neighborhoods: Actively including surrounding communities in RLF-funded cleanup projects, as well as the LSMP and LSMP implementation projects, demonstrates our respect for and the value of those communities.

c. Economic and Community Benefits (Long-Term Benefits)

i. Economic Benefits: Based on PIDC's experience and internal modeling, a \$1M RLF grant will support following outcomes:

- Remediation of 2-4 brownfield sites;
- Referral of 2-4 RLF recipients to environmental job training and opportunity programs;
- 24-53 remediated acres for modern industrial development and/or publicly-accessible greenspace;
- 260,000-577,000 SF of new commercial/industrial space;
- 330-721 new jobs;

- \$1.1 - \$2.4M in new tax revenue⁴⁸;
- \$33 - \$72M in private investment;
- Implementation of City and LSMP brownfield initiatives; and
- Reduced community exposure to hazardous substances;

ii. **Job Creation Potential: Partnerships with Workforce Development Programs:** PIDC works with PhillyWorks, the regional workforce investment board, and PowerCorpsPHL to link residents with Innovation District jobs. PowerCorpsPHL trains at-risk youth, many from the target area, for green jobs. PIDC will connect RLF recipients with these partners, as well as the Energy Coordinating Authority (a recent EPA Job Training recipient) to explore opportunities to utilize local residents in RLF projects.

5. **Programmatic Capability and Past Performance**

a. **Programmatic Capability:** PAID is managed by PIDC's 70 person staff, pursuant to a formal management contract. In its 50 year history, PIDC has provided \$9.5B in financing, 3000 acres of land sales, and 5M SF of leased space, leveraging over \$16B and retaining/ creating 500,000 Philadelphia jobs. PIDC staff are experienced in managing federal grants (e.g. EPA, HUD, EDA, DOD), as well as state and city grants (e.g. Redevelopment Assistance Capital Program, Cultural and Commercial Corridors). PIDC staff also successfully administer multiple publicly and privately funded lending programs (e.g. HUD 108, CDBG, Goldman Sachs 10,000 Small Businesses). PIDC's FS group is also experienced with establishing new programs, such as the 2012 RLF, the EnergyWorks Loan Fund, the Gap Financing Loan Fund, and a \$10 million RLF to finance stormwater management projects.

As detailed in Section V(2)(a)-(b), the RLF is administered by an internal PIDC team consisting of Financial Services (FS), Real Estate Services (RES), Operations, and Marketing/Business Development (MBD). Kate McNamara, RES Vice President, will directly manage the RLF grant and coordinate all departments to ensure smooth functioning of the RLF. Ms. McNamara has 15 years of real estate and grant experience (local, state, and federal), including the 2011 RLF.

A kickoff meeting will refresh the entire team on RLF goals and requirements, as well as the roles and responsibilities of each group. MBD will market the program and solicit applications, while RES will work with the QEP to review applications for technical eligibility. Projects deemed eligible will be shared with FS for underwriting. For eligible prospects, RES will contact the relevant community group(s) to discuss the project and solicit feedback. Once underwriting is complete, FS will secure Loan Committee and PAID Board approvals. Operations will then close the transaction and commence administration and oversight. Ms. McNamara will work closely with Monica Trudeau, RES' in-house environmental engineer, and the QEP to ensure that all RLF-funded projects are completed on-time and within budget.

Executive Vice President Sam Rhoads supervises the FS and RES groups and has 20+ years of economic development experience. The dedicated RLF loan officer is John Lenahan, Vice President of Lending. Mr. Lenahan has 35+ years experience in commercial lending, including community development lending. The dedicated RLF grant manager will be Omar Dudyk, who manages all grant initiatives at PAID and PIDC. Operations is supervised by Senior Vice President Anthony Simonetta, a seasoned financial and operations executive with extensive private and public sector experience. Operations manages 500+ loans and their

⁴⁸ Due to the City's 10 year tax abatement program, some tax revenue will be deferred.

corresponding funding sources; it also houses a Compliance Officer, Francine Burns, to ensure that reporting and program requirements are satisfied.

The only outside expertise required for the RLF is a QEP. To retain a QEP, PIDC will conduct a competitive selection process that complies with EPA requirements. PIDC routinely solicits for professional services and has extensive experience in complying with federal, state and local purchasing requirements.

b. **Adverse Audits**: Neither PAID nor PIDC has not had any adverse audit findings.

c. **Past Performance and Accomplishments**

i. **Currently or Has Ever Received an EPA Brownfields Assessment, Revolving Loan Fund, or Cleanup Grant:**

1. **Compliance with Grant Requirements**: PAID received a \$200,000 FY10 EPA Assessment Grant and successfully completed 8 assessments, in accordance with the workplan. All funds were expended. PAID received two FY12 EPA Cleanup Grants (\$200,000 apiece) and completed the remediation in accordance with the workplan. All funds were expended. In FY13, PAID received a \$1M EPA RLF grant. That program is underway, all funds are committed, and PAID is awaiting transfer of funds to close on all transactions. Once closed, the RLF will be exhausted – this application seeks \$1M in new RLF funding to recapitalize and support additional brownfield remediations. In FY15, PAID was awarded a \$400,000 EPA Assessment Grant (\$200,000 for petroleum assessments and \$200,000 for hazardous material assessments). The CAR was executed in October of 2015 and PAID issued an RFP for a QEP in November of 2015; selection is imminent and PAID will begin evaluating candidate sites for assessment. PAID has submitted all quarterly, annual, and final reports and recorded all transactions in ACRES.

The 2015 Assessment Grant started on 9/18/15 and will end on 9/17/18. The 2012 RLF Grant started on 10/05/12 and will end on 10/04/17. All RLF funds are committed and will be disbursed upon receipt. No funds have been expended yet from the FY2015 Assessment Grant, however PAID expects to select an environmental consultant shortly and will promptly begin review of candidate sites; all dollars are expected to be spent within the grant period.

2. **Accomplishments**

GRANT	AMOUNT	OUTPUTS & OUTCOMES
FY10 Assessment Grant	\$200,000	8 Phase I/Phase II assessments, remedial planning & public outreach for 2 sites; reflected in ACRES
FY12 Cleanup Grant	\$200,000	Cleanup successfully completed; reflected in ACRES
FY12 Cleanup Grant	\$200,000	Cleanup successfully completed; reflected in ACRES
FY13 RLF Grant	\$1,000,000	All funds committed to support two brownfield remediation projects; will be recorded in ACRES upon receipt of grant funds and transaction closings.

V.C. **Other Factors**: This grant will support remediation of 2-4 LS brownfields, spurring new investment, redevelopment, and job creation in an area that has struggled dramatically due to the closure of multiple

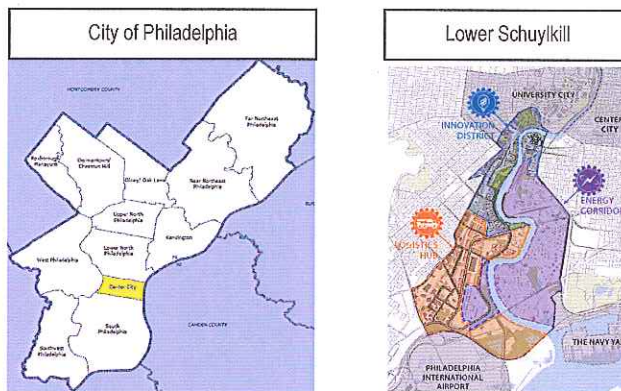
large-scale industrial facilities (detailed in Section V(1)(a)(ii)). These closures, including DuPont's Marshall Labs site which closed in 2009 taking 265 jobs with it, created a rippling effect of job loss and poverty. This grant will turn the tide of economic disruption and support Philadelphia's next generation of growth. PAID has a demonstrated track record of leveraging local, state, federal, private, and philanthropic funds to complete complex remediation projects (see Section V(B)(2)(c)) and will deploy that capability in the RLF program to help borrowers and sub-grantees assemble all necessary funding to complete their projects. Awarding this grant to PAID will also assist EPA in ensuring balanced funding for this region.

ATTACHMENTS

ATTACHMENT A – THRESHOLD CRITERIA DOCUMENTATION

1. Applicant Eligibility: PAID is a government entity created by state legislature. Specifically, PAID is public instrumentality of the Commonwealth of Pennsylvania, created by the City of Philadelphia pursuant to the Pennsylvania Economic Development Financing Law (P.L. 251, August 23, 1967, 73 PA.C.S.A. Section 371 et seq., as amended). PAID's articles of incorporation, by-laws, and related supporting documentation are included as Attachment A-1.

2. Description of Jurisdiction: PAID will use the grant funds within the City of Philadelphia. The specific area of focus will be the Lower Schuylkill section of the City.



3. Letter from the State or Tribal Environmental Authority: A current letter of acknowledgment from the Pennsylvania Department of Environmental Protection is included as Attachment A-2.

- #### 4. Oversight Structure and Legal Authority to Manage a Revolving Loan Fund

- a. All projects funded by the revolving loan fund will be required to go through Pennsylvania's Act 2 voluntary cleanup program, administered by the PA Department of Environmental Protection. PIDC will also utilize a competitive procurement process (in compliance with 2 CFR 200.317-200.326) to retain a qualified and experienced environmental engineering firm to provide technical assistance and ensure that RLF-funded remediation projects are completed on time and in compliance with Act 2 and other applicable requirements. This will be one of the first tasks performed under the grant, to ensure that technical services are in place prior to the commencement of RLF-funded remediation projects.

- b. Attachment A-3 includes the required legal opinion from PAID's counsel.

- ## 5. Statutory Cost Share

- a. On behalf of PAID, PIDC is committed to providing a 20% cost share for all RLF grant funding that it receives. The cost share will be funded from PIDC operating funds or other eligible funds held and managed by PIDC.

- b. PAID is not requesting a hardship waiver.

ATTACHMENT A-1
DOCUMENTATION OF APPLICANT ELIGIBILITY
PAID ARTICLES OF INCORPORATION AND BY-LAWS

73 P.S. § 376 (1997) printed in FULL format.

PENNSYLVANIA STATUTES

*** THIS DOCUMENT IS CURRENT THROUGH THE 1997 SUPPLEMENT (1996 SESSIONS) ***

TITLE 73. TRADE AND COMMERCE
PENNSYLVANIA STATUTES

CHAPTER 12. ECONOMIC DEVELOPMENT FINANCING LAW

73 P.S. § 376 (1997)

[P.S.] § 376. Purposes and powers; general

(a) Every industrial and commercial development authority incorporated under this act shall be a public instrumentality of the Commonwealth and a public body corporate and politic, and shall be for the purpose of acquiring, holding, constructing, improving, maintaining, owning, financing and leasing, either in the capacity of lessor or lessee, projects. In the event of a default by a project applicant or a project user, an authority may, in its discretion, do any and all acts necessary or convenient to protect the holders of any bonds issued to establish such project or to maintain and preserve the project pending the remedying of such default or defaults or the obtaining of a new project applicant or project user.

(b) Every authority is hereby granted, and shall have and may exercise all powers necessary or convenient for the carrying out of the aforesaid purposes, including but without limiting the generality of the foregoing, the following rights and powers:

(1) To have existence for a term of fifty years and for such further period or periods as may be provided in articles of amendment approved under subsection (e) of section 5.

(2) To sue and be sued, implead and be impleaded, complain and defend in all courts.

(3) To adopt, use and alter at will, a corporate seal.

(4) To acquire, purchase, own, hold, lease as lessee and use any franchise, property, real, personal or mixed, tangible or intangible, or any interest therein necessary or convenient for carrying out the purposes of the authority, and to sell, option, lease as lessor, transfer and dispose of any property or interest therein at any time acquired by it.

(5) To acquire by gift, purchase, lease or otherwise, and to construct, improve, maintain and repair projects.

(6) To make bylaws for the management and regulation of its affairs.

(7) To appoint officers, agents and employees, to prescribe their duties and to fix their compensation.

(8) To enter into agreements providing for (i) the acquisition of projects by either the authority, the project applicant or the project user; (ii) the financing of projects where acquisition is by a project applicant or a project user; (iii) the financing of improvements to existing projects; and (iv) the leasing or sale of projects to or the loan financing of projects for the project users or project applicants as provided in this act.

(9) To enter into agreements of lease, sale or loan financing with project users or project applicants providing, inter alia, (i) for the leasing or sale of projects to, or the loan financing of projects for, the project users or project applicants for a term of years not to extend beyond the term of existence of authority; (ii) for a rental, purchase price, loan or other payments sufficient to amortize the principal, interest and premium, if any, of all bonds and other obligations of the authority incurred to provide funds to pay the costs of the project to be leased, sold or otherwise financed; (iii) for the project user or project applicant to pay to the authority or to otherwise assume and pay all other costs of acquiring, constructing, maintaining and operating the project; (iv) provisions, if deemed desirable, that the project user or project applicant of a project pursuant to a lease shall have the options to renew such lease or to purchase any or all of such project; (v) for conveyance with or without consideration of any part or all of a project to the project user or project applicant on or before payment of all bonds and other obligations of the authority incurred with respect to such project; and (vi) such other provisions as are customary in such leases, agreements of sale or loan agreements or as may be deemed necessary or convenient by the authority.

(10) To borrow money, make and issue bonds of the authority, Provided, That no bonds shall have a maturity date later than the life of the authority, and to secure the payment of such bonds or any part thereof by pledge, mortgage or deed of trust of all or any part of its property and of its revenues and receipts, and to make such agreements with the purchasers or holders of such bonds, or with others in connection with any such bonds, whether issued or to be issued, as the authority shall deem advisable, and in general to provide for the security for said bonds by mortgage, pledge or otherwise and for the rights of the holders thereof.

(11) To make contracts of every name and nature and to execute all instruments necessary or convenient for the carrying on of its business.

(12) Without limitation of the foregoing, to borrow money and accept grants and other funds from and to enter into contracts, leases or other transactions with any Federal agency, the Commonwealth of Pennsylvania or its agencies or instrumentalities, or with any municipality, school district, bank or other financial institution, corporation or other authority.

(13) To pledge, mortgage, hypothecate or otherwise encumber all or any part of the property, real or personal, including but not limited to the revenues or receipts of the authority as security for all or any of the obligations of the authority.

(14) To make loans to project applicants or project users and to provide or issue alternative types of financing, including, but not limited to, standby loan commitments, guarantees, letters of credit and grants.

73 P.S. § 376 (1997)

(15) To do all acts and things necessary or convenient for the promotion of the business and the general welfare of the authority, to carry out and exercise the purpose of and the powers granted by this act or any other acts.

(c) An authority created hereunder shall have no power at any time or in any manner to pledge the general credit or taxing power of the Commonwealth nor shall any authority created hereunder have the power at any time to pledge the general credit or taxing power of any political subdivision except, however, to the extent a project applicant pledges any such credit or taxing power to an authority with respect to a public project, and the obligations of the authority shall be limited as provided in section 7(a) hereof. The bonds of the authority shall on the face thereof clearly set forth the foregoing limitation.

(d) An authority created under section 4 of this act shall have no power to:

(1) Acquire or finance the acquisition of a project which shall cause the removal of a plant, facility or other business from one area of this Commonwealth to another area of this Commonwealth, unless the secretary has found that relocation of the plant, facility or other business is necessary in order for the plant, facility or other business to remain competitive or to prevent the plant, facility or other business from leaving this Commonwealth.

(2) Enter into any agreement to finance the acquisition of a project in excess of the cost of the project.

✓(3) Engage in business, trade or commerce for a profit as an owner or lessee of a project, or otherwise.

(4) Finance any project which will be used in whole or in part for illegal activities.

(5) Finance any project which is not located within this Commonwealth.

BY LAWS
of
PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT (PAID)
of the
CITY OF PHILADELPHIA

ARTICLE I.

Name, Seal and Office

Section 1. Name. The name of the Authority shall be "The Philadelphia Authority for Industrial Development."

Section 2. Seal. The seal of the Authority shall be in the form of a circle and shall bear the words, "The Philadelphia Authority for Industrial Development" and the figures "1967".

Section 3. Office. The office of the Authority shall be such place as shall be designated by its members.

ARTICLE II.

Officers

Section 1. Officers. The officers of the Authority shall be a Chairman, a Vice Chairman, a Treasurer, a Secretary, an Assistant Treasurer, an Assistant Secretary, and such other Officers and Assistant Officers as the Board may from time to time determine. The Chairman, the Vice Chairman, and the Treasurer shall be elected from the members of the Board. The Assistant Secretary and Assistant Treasurer may be the same person.

Section 2. Chairman. The Chairman shall preside at all meetings of the Authority. He shall be the Chief Executive Officer and he shall perform such other duties as are incident to his office, or as are properly required of him by the Board.

Section 3. The Vice Chairman. The Vice Chairman shall perform the duties and exercise the functions of the Chairman in his temporary absence or during his temporary inability to act. The Vice Chairman shall perform such other duties as may be assigned to him by the Board or the Chairman.

Section 4. The Treasurer. The Treasurer shall have charge of all monies and securities of the Authority and shall cause regular books of account to be kept. The funds of the Authority shall be deposited in such manner as the Board shall from time to time designate. The Treasurer shall perform all duties incident to his office or that are required of him by the Board or the Chairman. The Treasurer shall perform all duties incident to the office of the Secretary in the event the Secretary is unable to act and all resolutions authorizing the action of the Secretary shall be deemed an authorization of the Treasurer in that event.

Section 5. The Secretary. The Secretary shall issue notices of meetings, shall keep the minutes of all meetings, shall have charge of the records of the Authority, shall have the custody of the corporate seal and shall make such reports and perform such other duties as are incident to his office or as are required of him by the Board or the Chairman.

Section 6. The Assistant Officers. Any Assistant Treasurer and any Assistant Secretary shall in the absence or disability of the Treasurer or of the Secretary perform the duties and exercise the powers of their respective superiors in office, and such other duties as may be assigned to them. Performance by the Assistant Treasurer or the Assistant Secretary of any of the duties of his superior shall as to third parties be conclusive evidence of his authority to act in any such respect.

Section 7. Election of Officers. The officers of the Authority shall be nominated and elected at the annual meeting. All officers shall hold office

for a period of one year and until their successors have been elected. All officers shall be eligible for re-election. In case of vacancy in any office, occurring at any time between annual meetings, the Authority shall elect a successor from its membership at the next regular meeting and such election shall be for the unexpired term of said office.

ARTICLE III.

Section 1. Annual Meetings. The annual meeting of the Authority shall be held at the first regular meeting of the Authority in each calendar year.

Section 2. Regular Meetings. Regular meetings shall be held at four o'clock p.m. prevailing time on the first Wednesday of each month at such place in the City of Philadelphia as designated in the notice to be mailed at least three days prior to such meeting. In the event such meeting shall be cancelled by the Chairman for good reason, the first meeting of the month, convened in the manner provided in Section 3 of Article III shall be deemed to be the regular monthly meeting.

Section 3. Special Meetings. Special meetings of the Authority may be called at any time by the Chairman and shall be called by him upon the written request of two or more Members of the Authority. The Meeting shall be called by the Chairman directing the Secretary to give notice of a special meeting of the Authority for the purpose of transacting any business designated in the call. Such notice shall be signed in the name of the Secretary and shall be given to each member of the Authority, either personally or by mail or telegraph addressed to his business or home address at least two days prior to the date of such special meeting. If notice is sent by mail or telegraph, it shall be deemed to have been given to the respective Members when deposited in the United States mail, postage prepaid, or with the telegraph office for transmission. The notice shall specify the place, day and hour of the meeting and the general nature of the business to be transacted. Such notice may be

waived by any Member of the Authority. At such special meeting, no business shall be considered other than that designated in the call, but if all of the Members of the Authority are present at a special meeting even though no notice of the meeting shall have been given to them or any of them, any and all business may be transacted.

Industrial development projects and matters pertaining thereto may be considered at any meeting whether listed in the call or not.

Section 4. Adjournment. If a meeting of the Authority is adjourned, it shall not be necessary to give any notice of the adjourned meeting other than by announcement at the meeting at which such adjournment is taken; nor shall it be necessary to give any notice of the business to be transacted at such adjourned meeting.

Section 5. Quorum. Three members of the Authority shall be necessary to constitute a quorum for the transaction of business, and the acts of a majority of the Members present at a meeting at which a quorum is present, shall be the acts of the Authority. If there be less than a quorum present, a majority of those present may meet and adjourn the meeting from time to time.

Section 6. Order of Business. At the regular meetings of the Authority, the following shall be the order of business.

1. Roll call.
2. Action on approval of the minutes of the previous meeting.
3. Reports of Officers.
4. Unfinished business.
5. New business.
6. Adjournment.

ARTICLE IV.

Personnel

Section 1. Employment of Personnel. The Authority may from time to time engage such personnel, either permanent or temporary, as it may require, and it

shall determine the qualifications of such persons and their tenure and compensation or the Authority may from time to time enter into a Management Agreement with any person or corporation for such purposes as may be required by the Authority.

ARTICLE V.

Section 1. Amendments to By-Laws. The By-Laws of the Authority shall be amended only with the approval of at least three of the Members of the Authority. No amendment shall be adopted unless it shall have been introduced at a prior regular meeting or special meeting, and unless five days' written notice thereof, together with an exact copy of the proposed amendment, shall have been given to each member of the Authority, reciting the time and place of the meeting at which the proposed amendment shall be voted upon.



(Bill No. 2782)

AN ORDINANCE

Signifying the intention of the City of Philadelphia to organize the Philadelphia Authority for Industrial Development under Act No. 102 of the Commonwealth of Pennsylvania, approved August 23, 1967, under certain terms and conditions.

WHEREAS, Act No. 102 of the Commonwealth of Pennsylvania, approved August 23, 1967, authorizes municipalities to create industrial development authorities; and

WHEREAS, The City of Philadelphia intends to organize an authority under this act to further the policy of industrial revitalization; therefore

The Council of the City of Philadelphia hereby ordains:

SECTION 1. The City of Philadelphia hereby signifies its intention to organize the Philadelphia Authority for Industrial Development under Act No. 102 of the Commonwealth of Pennsylvania, approved August 23, 1967, known as the "Industrial Development Authority Law."

SECTION 2. The City Solicitor is authorized to file, on behalf of the City of Philadelphia, the following Articles of Incorporation with the Secretary of the Commonwealth of Pennsylvania in substantially the following forms:

ARTICLES OF INCORPORATION
OF PHILADELPHIA AUTHORITY FOR
INDUSTRIAL DEVELOPMENT

In accordance with the requirements of the "Industrial Development Authority Law," approved the 23rd day of August A.D. 1967 (Act No. 102), the undersigned, all of whom are residents of the Commonwealth of Pennsylvania, and citizens of the United States, and all of whom are of full age, having associated themselves together for the purposes set forth in the Industrial Development Authority Law, and desiring that they may be incorporated and that a Certificate of Incorporation may be issued to them and their associates and successors according to law, do hereby certify that:

I. The name of the Authority shall be the "Philadelphia Authority for Industrial Development."

II. The Authority is formed under the "Industrial Development Authority Law," approved the 23rd day of August, 1967 (Act No. 102).

III. The City of Philadelphia of the Commonwealth of Pennsylvania is the incorporating municipality. The following are the names and addresses of the members of its governmental body:

<i>Name</i>	<i>Address</i>
James H. J. Tate (Mayor)	4029 N. 7th Street 19140
Paul D'Ortona	6944 Reedbird Place 19142
Thomas M. Foglietta	708 Clymer Street 19148
Mrs. Virginia H. Knauer	Milnor & Fidler Sts. 19114
Leon J. Kolankiewicz	3111 Richmond St. 19134
Walter S. Pytko	4476 E. Thompson Street 19137
Mrs. Mary A. Varallo	Penn Center Apt. 1515 19th & John F. Kennedy Blvd. 19103
Gaetano P. Giordano	1101 S. 8th Street 19147
Harry Norwitch	Garden Court Apartments 47th & Pine Streets 19143
George X. Schwartz	7015 Greenhill Road 19151
Thomas McIntosh	2512 Sharswood Street 19121
Edward F. McNulty	2906 Aramingo Avenue 19134
Joseph J. Hersch	3210 N. 7th Street 19140
Isadore H. Bellis	5116 N. Camac Street 19141
Henry P. Carr	5710 N. Marshall Street 19120
David Silver	9991 Verree Road 19115

IV. The names and addresses of each of the first members of the board shall be inserted by the City Solicitor after the members have been appointed by the Mayor.

V. The Authority shall exist for a term of fifty years, in accordance with the Industrial Development Authority Law, approved August 23, 1967 (Act No. 102). These

Articles of Incorporation have been executed by the governmental body of the City of Philadelphia, by its proper officers and under its municipal seal.

IN WITNESS WHEREOF we hereunto have set our hands and seal this day of , 196 .

ATTEST:

..... (SEAL)

Mayor

APP. NO. 740-4

CERTIFICATION: This is a true and correct copy of the original Ordinance approved by the Mayor on

OCTOBER 25 1967

Nathan Wolman

Chief Clerk of the Council

ARTICLES OF AMENDMENT
OF
PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

I

The name of the Authority is the "Philadelphia Authority for Industrial Development." Its registered office is located at 2600 Centre Square West, 1500 Market Street, Philadelphia, PA 19102, Philadelphia County, Commonwealth of Pennsylvania.

II

The Authority was formed pursuant to the "Industrial and Commercial Development Authority Law," approved the 23rd day of August, 1967 (Act No. 102), as amended. Its Certificate of Incorporation was issued on December 27, 1967. A Certificate of Amendment was issued by the Commonwealth on October 8, 1991.

III

The Amendment was adopted by ordinance the Council of the City of Philadelphia pursuant to Bill Number 110370 dated June 22, 2011. A certified copy of the ordinance is attached hereto.

IV

The Amendment adopted by the Council of the City of Philadelphia authorizes that Article V of the Articles of Incorporation be amended and restated to read in its entirety as follows:

The Authority shall exist for a term of fifty years from the date of approval of the Articles of Amendment by the Secretary of the Commonwealth, in accordance with the Pennsylvania Economic Development Financing Law, P.L. 251, August 23, 1967, 73 Pa.C.S.A. § 371 *et seq.*, as amended. These Articles of Incorporation have been executed by the governmental body of the City of Philadelphia, by its proper officers and under its municipal seal.

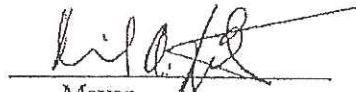
Y

These Articles of Amendment have been executed by the governmental body of the City of Philadelphia, by its proper officers and under its municipal seal.

IN WITNESS WHEREOF, we hereunto have set our hands and seal
this 24th day of August, 2011.

ATTEST:


Chief Clerk
of City Council


Mayor

Approved and filed in this Department of State on

Secretary of the Commonwealth

Corporation Service Company
916 461 - 005 K2C1

Entity #: 277813
Date Filed: 09/21/2011
Carol Alchele
Secretary of the Commonwealth

ARTICLES OF AMENDMENT
OF
PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

I

The name of the Authority is the "Philadelphia Authority for Industrial Development." Its registered office is located at 2600 Centre Square West, 1500 Market Street, Philadelphia, PA 19102, Philadelphia County, Commonwealth of Pennsylvania.

II

The Authority was formed pursuant to the "Industrial and Commercial Development Authority Law," approved the 23rd day of August, 1967 (Act No. 102), as amended. Its Certificate of Incorporation was issued on December 27, 1967. A Certificate of Amendment was issued by the Commonwealth on October 8, 1991.

III

The Amendment was adopted by ordinance the Council of the City of Philadelphia pursuant to Bill Number 110370 dated June 22, 2011. A certified copy of the ordinance is attached hereto.

IV

The Amendment adopted by the Council of the City of Philadelphia authorizes that Article V of the Articles of Incorporation be amended and restated to read in its entirety as follows:

Commonwealth of Pennsylvania
ARTICLES OF AMENDMENT-MISCELLANEOUS 15 Page(s)



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PA DEPT OF STATE

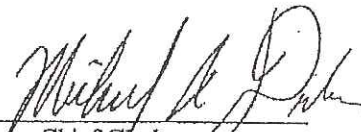
The Authority shall exist for a term of fifty years from the date of approval of the Articles of Amendment by the Secretary of the Commonwealth, in accordance with the Pennsylvania Economic Development Financing Law, P.L. 251, August 23, 1967, 73 Pa.C.S.A. § 371 *et seq.*, as amended. These Articles of Incorporation have been executed by the governmental body of the City of Philadelphia, by its proper officers and under its municipal seal.

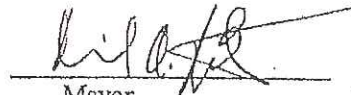
V

These Articles of Amendment have been executed by the governmental body of the City of Philadelphia, by its proper officers and under its municipal seal.

IN WITNESS WHEREOF, we hereunto have set our hands and seal
this 24th day of August, 2011.

ATTEST:


Chief Clerk
of City Council


Mayor

Approved and filed in this Department of State on

Secretary of the Commonwealth

City of Philadelphia



(Bill No. 110370)

AN ORDINANCE

Adopting an Amendment to Section V of the Articles of Incorporation of the Philadelphia Authority for Industrial Development by increasing the Authority's term of existence to a date fifty years from the date of approval of Articles of Amendment by the Secretary of the Commonwealth, under certain terms and conditions.

WHEREAS, The Council of the City of Philadelphia enacted Bill No. 2782, signed by the Mayor on October 25, 1967, signifying the intention of the City to organize the Philadelphia Authority for Industrial Development ("PAID") under the Pennsylvania Economic Development Financing Law, Act of August 23, 1967, P.L. 251 (73 P.S. § 371 *et seq.*), as amended, and authorizing the City Solicitor to file Articles of Incorporation with the Secretary of the Commonwealth;

WHEREAS, PAID's Articles of Incorporation were executed by the Council of the City of Philadelphia on November 9, 1967 and approved by the Department of State of the Commonwealth of Pennsylvania;

WHEREAS, The Economic Development Financing Law provides that the term of existence of an Authority cannot exceed fifty years, so that PAID's original term was to have expired in 2017;

WHEREAS, The Economic Development Financing Law provides that an Authority cannot issue bonds with a maturity that falls after the term of the Authority is to have expired;

WHEREAS, The Council of the City of Philadelphia therefore enacted Bill No. 1499, signed by the Mayor on July 16, 1991, adopting an amendment to Section V of the Articles of Incorporation of PAID that extended the Authority's term of existence to October 8, 2041;

WHEREAS, The expiration of PAID's term on October 8, 2041 is less than thirty years in the future, meaning that PAID cannot issue crucial thirty-year bonds;

WHEREAS, On May 17, 2011, the Board of PAID approved a resolution amending PAID's Articles of Incorporation to extend the Authority's term of existence for another 50 years pursuant to the Economic Development Financing Law; and

City of Philadelphia

BILL NO. 110370 continued

Certified Copy

WHEREAS, the Economic Development Financing Law provides that the governmental body of the municipality that created PAID must approve such an amendment to PAID's Articles of Incorporation; now, therefore

THE COUNCIL OF THE CITY OF PHILADELPHIA HEREBY ORDAINS:

SECTION 1. The amendment to Section V of the Articles of Incorporation of the Philadelphia Authority for Industrial Development ("PAID"), proposed by the Board of Directors of PAID in its Resolution dated May 17, 2011, which amendment will extend the term of existence of PAID for 50 years from the date the amendment becomes effective, is hereby adopted pursuant to Section 5 of the Economic Development Financing Law, Act of August 23, 1967, P.L. 251 (73 P.S. § 375).

SECTION 2. The City Solicitor is directed to prepare appropriate Articles of Amendment, to present said Articles of Amendment to the Secretary of the Commonwealth of Pennsylvania for filing, and to take all other steps necessary to effectuate the amendment to the Articles of Incorporation of PAID adopted in Section 1.

SECTION 3. The Chief Clerk of City Council shall cause to be advertised, in the manner required by Section 5 of the Economic Development Financing Law (73 P.S. § 375), notice of the City's intention that the Articles of Incorporation PAID be amended as contemplated in Section 1.

City of Philadelphia

BILL NO. 110370 continued

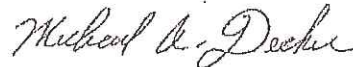
Certified Copy

City of Philadelphia

BILL NO. 110370 continued

Certified Copy

CERTIFICATION: This is a true and correct copy of the original Bill, Passed by the City Council on June 9, 2011. The Bill was Signed by the Mayor on June 22, 2011.



Michael A. Decker
Chief Clerk of the City Council

*
Proof of Publication in The Philadelphia Daily News
Under Act. No 587, Approved May 16, 1929

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

Anna Dickerson being duly sworn, deposes and says that **The Philadelphia Daily News** is a newspaper published daily, except Sunday, at Philadelphia, Pennsylvania, and was established in said city in 1925, since which date said newspaper has been regularly issued in said County, and that a copy of the printed notice of publication is attached hereto exactly as the same was printed and published in the regular editions and issues of the said newspaper on the following dates:

September 13, 2011

Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to time, place and character of publication are true.

Anna Dickerson

Sworn to and subscribed before me this 13th day of
September, 2011.

Mary Anne Logan
Notary Public

My Commission Expires:

NOTARIAL SEAL
Mary Anne Logan, Notary Public
City of Philadelphia, Phila. County
My Commission Expires March 30, 2013

Copy of Notice of Publication

PUBLIC NOTICE is hereby given as required under 73 Pa. C.S.A. § 371 et seq. (the "Act") that the Philadelphia Authority for Industrial Development ("PAID" or the "Authority") located at its registered office of 2800 Centre Square West, 1500 Market Street, Philadelphia, PA 19102, intends to file Articles of Amendment, as set forth in the Act with the Commonwealth of Pennsylvania's Corporation Bureau to extend the existence of the Authority for fifty (50) years from the date of approval by the Secretary of the Commonwealth. PAID shall file the amendment with the Commonwealth on September 21, 2011.

PROOF OF PUBLICATION OF NOTICE IN THE LEGAL INTELLIGENCER

Under Act of May 16, 1929, P.L. 1784, as amended

Commonwealth of Pennsylvania,
County of Philadelphia }

ss.:

JOSHUA APPLEBAUM, being duly sworn, deposes and says that The Legal Intelligencer is a daily newspaper published at One Penn Center at Suburban Station, 1617 John F. Kennedy, Philadelphia, Pennsylvania 19103, and was established in said city in 1843, since which date said legal newspaper has been regularly issued in said county, that it has been issued daily since September 4, 1933, and that it was entered at the Philadelphia Post Office under the Postal Laws and Regulations as second class matter in the United States mails on July 19, 1879; that The Legal Intelligencer is a daily legal newspaper complying in all respects with the Newspaper Advertising Act of May 16, 1929, P.L. 1784, its amendments and supplements; and that a copy of the printed notice or publication is attached hereto exactly as the same was printed or published in the regular editions and issues of the said legal newspaper on the following date, viz.:
SEPTEMBER 13, 2011

Affiant further deposes and says that she is an employee of the publisher of said legal newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to time, place and character of publication are true.

Copy of Notice or Publication

PUBLIC NOTICE is hereby given as required under 73 Pa. C.S.A. § 371 et seq., (the "Act") that the Philadelphia Authority for Industrial Development ("PAID" or the "Authority") located at its registered office of 2600 Centre Square West, 1500 Market Street, Philadelphia, PA 19102, intends to file Articles of Amendment, as set forth in the Act with the Commonwealth of Pennsylvania's Corporation Bureau to extend the existence of the Authority for fifty (50) years from the date of approval by the Secretary of the Commonwealth. PAID shall file the amendment with the Commonwealth on September 21, 2011.

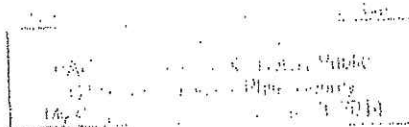
9-13-1*

Joshua Applebaum

Sworn to and subscribed before me this 13th day of
SEPTEMBER, 2011

Paulette Fields

Notary Public



Philadelphia, Philadelphia, County

Office:
One Penn Center at Suburban Station
17th Floor
1617 John F. Kennedy Boulevard
Philadelphia, PA 19103

Corporation Service Company
916 461 - 005 K261

Entity #: 277813
Date Filed: 09/21/2011
Carol Aichele
Secretary of the Commonwealth

ARTICLES OF AMENDMENT
OF
PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

I

The name of the Authority is the "Philadelphia Authority for Industrial Development." Its registered office is located at 2600 Centre Square West, 1500 Market Street, Philadelphia, PA 19102, Philadelphia County, Commonwealth of Pennsylvania.

II

The Authority was formed pursuant to the "Industrial and Commercial Development Authority Law," approved the 23rd day of August, 1967 (Act No. 102), as amended. Its Certificate of Incorporation was issued on December 27, 1967. A Certificate of Amendment was issued by the Commonwealth on October 8, 1991.

III

The Amendment was adopted by ordinance the Council of the City of Philadelphia pursuant to Bill Number 110370 dated June 22, 2011. A certified copy of the ordinance is attached hereto.

IV

The Amendment adopted by the Council of the City of Philadelphia authorizes that Article V of the Articles of Incorporation be amended and restated to read in its entirety as follows:

Commonwealth of Pennsylvania
ARTICLES OF AMENDMENT-MISCELLANEOUS 15 Page(s)



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PA DEPT OF STATE

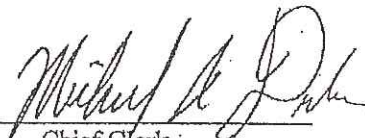
The Authority shall exist for a term of fifty years from the date of approval of the Articles of Amendment by the Secretary of the Commonwealth, in accordance with the Pennsylvania Economic Development Financing Law, P.L. 251, August 23, 1967, 73 Pa.C.S.A. § 371 *et seq.*, as amended. These Articles of Incorporation have been executed by the governmental body of the City of Philadelphia, by its proper officers and under its municipal seal.

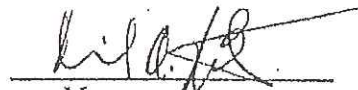
V

These Articles of Amendment have been executed by the governmental body of the City of Philadelphia, by its proper officers and under its municipal seal.

IN WITNESS WHEREOF, we hereunto have set our hands and seal
this 24th day of August, 2011.

ATTEST:


Chief Clerk
of City Council


Mayor

Approved and filed in this Department of State on

Secretary of the Commonwealth

ARTICLES OF AMENDMENT
OF
PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

I

The name of the Authority is the "Philadelphia Authority for Industrial Development." It is located at Suite 2200, 123 South Broad Street, Philadelphia, PA, 19109.

II

The Authority was formed pursuant to the "Industrial and Commercial Development Authority Law," approved the 23rd day of August, 1967 (Act No. 102), as amended. Its Certificate of Incorporation was issued December 27, 1967.

III

The Amendment was adopted by the Council of the City of Philadelphia pursuant to Bill Number 1499 dated July 16, 1991.

IV

The Amendment adopted by the Council of the City of Philadelphia is set forth in full as follows:

The Authority shall exist for a term of fifty years from the date of approval of the Articles of Amendment, by the Secretary

of the Commonwealth, in accordance with the Industrial and
Commercial Development Law, approved August 23, 1967 (Act No.
102) as amended. These Articles of Incorporation have been
executed by the governmental body of the City of Philadelphia, by
its proper officers and under its municipal seal.

V

These Articles of Amendment have been executed by the
governmental body of the City of Philadelphia, by its proper
officers and under its municipal seal.

IN WITNESS WHEREOF, we hereunto have set our hands and seal
this _____ day of _____.

ATTEST:

Deputy Chief Clerk
of City Council

Mayor

Approved and filed in this Department of State on
_____.

Secretary of the Commonwealth

3-1-67.36 735

ARTICLES OF INCORPORATION
OF
PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

In accordance with the requirements of the "Industrial Development Authority Law," approved the 23rd day of August A.D. 1967 (Act No. 102), the undersigned, all of whom are residents of the Commonwealth of Pennsylvania, and citizens of the United States, and all of whom are of full age, having associated themselves together for the purposes set forth in the Industrial Development Authority Law, and desiring that they may be incorporated and that a Certificate of Incorporation may be issued to them and their associates and successors according to law, do hereby certify that:

I

The name of the Authority shall be the "Philadelphia Authority for Industrial Development."

II

The Authority is formed under the "Industrial Development Authority Law," approved the 23rd day of August, 1967 (Act No. 102).

III

The City of Philadelphia of the Commonwealth of Pennsylvania is the incorporating municipality. The following are the names and addresses of the members of its governmental body:

NAME

ADDRESS

3-1-67.36 736

Gaetano P. Giordano
Harry Norwitch

George X. Schwartz
Thomas McIntosh
Edward F. McNulty
Joseph J. Hersch
Isadore H. Bellis
Henry P. Carr
David Silver

1101 S. 8th Street 19147
Garden Court Apartments
47th & Pine Streets 19143
701 Greenhill Road 19151
2512 Sharswood Street 19121
2906 Aramingo Avenue 19134
3210 N. 7th Street 19140
5116 N. Camac Street 19141
570 N. Marshall Street 19120
9991 Verree Road 19115
All of Philadelphia, Pennsylvania
IV

The names and addresses of each of the first members of
the board are:

Anthony Cortigene
Paul D'Ortona
Edward J. Martin
Ralph W. Pitman
Abe S. Rosen
S. Harry Joseph

2216 South Street 19146
6944 Reed Bird Place 19153
13430 Priestley Street 19116
1828 Delancey Place
865 Oakfield Road 19115
All of Philadelphia, Pennsylvania
V

The Authority shall exist for a term of fifty years, in
accordance with the Industrial Development Authority Law,
approved August 23, 1967 (Act No. 102). These Articles of
Incorporation have been executed by the governmental body of
the City of Philadelphia, by its proper officers and under its
municipal seal.

IN WITNESS WHEREOF we hereunto have set our hands and
seal this *9th* day of *November*, 1967.

ATTEST:

Nathan Wolfman
Chief Clerk of City Council
(Seal) (SEAL)
Mayor

Commonwealth of Pennsylvania



OFFICE OF THE
SECRETARY OF THE COMMONWEALTH

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

WHEREAS, In and by the provisions of the Industrial Development Authority Law approved August 23, A. D. 1967, (Act No. 102), the Secretary of the Commonwealth is authorized and required to issue a

CERTIFICATE OF INCORPORATION

evidencing the incorporation of an authority under the provisions of said Law.

AND WHEREAS, The stipulations and conditions of said Law have been fully complied with by the Municipal Authorities of the City of Philadelphia, Commonwealth of Pennsylvania desiring the organization of

PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

THEREFORE, KNOW YE, That subject to the Constitution of this Commonwealth, and under the authority of Act No. 102, approved the twenty-third day of August, Anno Domini one thousand nine hundred and sixty-seven, I DO BY THESE PRESENTS, which I have caused to be sealed with the Great Seal of the Commonwealth, declare and certify the creation, erection and incorporation of

PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

into a body politic and corporate in deed and in law by the name chosen hereinbefore specified, now to become operative with authority to transact business, and which shall exist for a term of fifty years unless sooner dissolved according to law.

Such corporation shall have and enjoy and shall be subject to all the powers, duties, requirements, and restrictions, specified and enjoined and by the above Act of Assembly and all other applicable laws of this Commonwealth.



GIVEN under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg this 27th day of December in the year of our Lord one thousand nine hundred

4021 1 22-11-67 45038

CERTIFIED MAIL

November 20, 1967

Secretary of the Commonwealth
Harrisburg,
Pennsylvania

Gentlemen:

Enclosed herewith are Articles of Incorporation for
the Philadelphia Authority for Industrial Development,
together with proofs of publication as required by Section
1 of the Industrial Development Authority Law, approved
the 23rd day of August, A.D., (Act No. 1 and 2).

Very truly yours,

Hannah M. Cummins
Asst. City Solicitor

HMC:ceo

cc: Clifford Jones, Secretary of Commerce
David Davis, Dep. Dir. of Commerce
Walter Stein, Esq.
Richard J. McConnell, PIDC
James L. J. Pie, Deputy City Solicitor
Edward G. Bauer, City Solicitor
File

COMMONWEALTH OF PENNSYLVANIA

OFFICE OF THE
SECRETARY OF THE COMMONWEALTH

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

WHEREAS, In and by the provisions of the Industrial Development Authority Law approved August 23, A.D. 1967, (Act No. 102), the Secretary of the Commonwealth is authorized and required to issue a

CERTIFICATE OF INCORPORATION

evidencing the incorporation of an authority under the provisions of said Law.

AND WHEREAS, The stipulations and conditions of said Law have been fully complied with by the Municipal Authorities of the City of Philadelphia, Commonwealth of Pennsylvania desiring the organization of

PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

THEREFORE, KNOW YE, That subject to the Constitution of this Commonwealth, and under the authority of Act No. 102, approved the twenty-third day of August, Anno Domini one thousand nine hundred and sixty-seven, I DO BY THESE PRESENTS, which I have caused to be sealed with the Great Seal of the Commonwealth, declare and certify the creation, erection and incorporation of

PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

Into a body politic and corporate in deed and in law by the name chosen hereinbefore specified, now to become operative with authority to transact business, and which shall exist for a term of fifty years unless sooner dissolved according to law.

Such corporation shall have and enjoy and shall be subject to all the powers, duties, requirements, and restrictions, specified and enjoined in and by the above Act of Assembly and all other applicable laws of this Commonwealth.

SEAL OF THE STATE OF
PENNSYLVANIA

GIVEN under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg this 27th day of December in the year of our Lord one thousand nine hundred and sixty-seven and of the Commonwealth the one hundred and ninety-second.

/s/ CRAIG TRUAX
Secretary of the Commonwealth

ARTICLES OF INCORPORATION
OF
PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

In accordance with the requirements of the "Industrial Development Authority Law", approved the 23rd day of August A.D. 1967 (Act No. 102), the undersigned, all of whom are residents of the Commonwealth of Pennsylvania, and citizens of the United States, and all of whom are of full age, having associated themselves together for the purposes set forth in the Industrial Development Authority Law, and desiring that they may be incorporated and that a Certificate of Incorporation may be issued to them and their associates and successors according to law, do hereby certify that:

I

The name of the Authority shall be the "Philadelphia Authority for Industrial Development".

II

The Authority is formed under the "Industrial Development Authority Law", approved the 23rd day of August, 1967 (Act No. 102).

III

The City of Philadelphia of the Commonwealth of Pennsylvania is the incorporating municipality. The following are the names and addresses of the members of its governmental body:

<u>NAME</u>	<u>ADDRESS</u>
James H. J. Tate (Mayor)	4029 N. 7th Street, 19140
Paul D'Ortona	70th St. & Reed Bird Ave., 19142
Thomas M. Foglietta	708 Clymer St., 19148

Mrs. Virginia H. Knauer
Leon J. Kolankiewicz
Walter S. Pytko
Mrs. Mary A. Varallo

Gaetano P. Giordano
Harry Norwitch

George X. Schwartz
Thomas McIntosh
Edward F. McNulty
Joseph J. Hersch
Isadore H. Bellis
Henry P. Carr
David Silver

Milnor & Fittler Sts., 19114
3111 Richmond St., 19134
4476 E. Thompson St., 19137
Penn Charter House, Apt. 1515
19th & John F. Kennedy Blvd.,
19103
1101 S. 8th St., 19147
Garden Court Apartments
47th & Pine Sts., 19143
701 Greenhill Rd., 19151
2512 Sharswood St., 19121
2906 Aramingo Ave., 19134
3210 N. 7th St., 19140
5116 N. Camac St., 19141
570 N. Marshall St., 19120
9991 Verree Rd., 19115
All of Philadelphia, Pa.

IV

The names and addresses of each of the first members of the Board are:

Anthony Cortigene
Paul D'Ortona
Edward J. Martin
Ralph W. Pitman
Abe S. Rosen

2216 South St., 19146
6944 Reed Bird Place, 19153
13430 Priestly St., 19116
1828 Delancy
865 Oakfield Rd., 19115
All of Philadelphia, Pa.

The Authority shall exist for a term of fifty years, in accordance with the Industrial Development Authority Law, approved August 23, 1967 (Act No. 102). These Articles of Incorporation have been executed by the governmental body of the City of Philadelphia, by its proper officers and under its municipal seal.

IN WITNESS WHEREOF, we hereunto have set our hands and seal this 9th day of November, 1967.

ATTEST: /s/ NATHAN WOLFMAN

Chief Clerk of City Council

/s/ JAMES H. J. TATE (SEAL)

Mayor, City of Philadelphia

Approved and filed in the Department of State on the
27th day of December, A.D. 1967

/s/ CRAIG TRUAX
Secretary of the Commonwealth

ATTACHMENT A-2
LETTER FROM STATE ENVIRONMENTAL AUTHORITY

November 17, 2015

Ms. Kate McNamara
Vice President, Real Estate Services
Philadelphia Industrial Development Corporation
1500 Market Street, Suite 2600 West
Philadelphia, PA 19102

Dear Ms. McNamara:

The Pennsylvania Department of Environmental Protection ("PADEP") is pleased to work with the Philadelphia Authority for Industrial Development ("PAID") on brownfield remediation in the Lower Schuylkill section of Philadelphia. As noted in the 2013 Lower Schuylkill Master Plan, brownfield remediation is essential to achieving economic revitalization of this area.


We understand that PAID intends to submit two grant applications to the U.S. Environmental Protection Agency in December of 2015:

- A brownfield cleanup grant application for \$200,000 to support remediation of identified contamination at 1201 South 35th Street in Philadelphia; and
- A brownfield revolving loan fund application for \$1,000,000 to support remediation of up to four contaminated brownfield sites, particularly focusing on the Lower Schuylkill section of Philadelphia.

If approved, PADEP will work closely with PAID to successfully complete this work.

PADEP confirms that PAID and its staff at the Philadelphia Industrial Development Corporation have a well-established program for performing environmental remediation at both petroleum and nonpetroleum properties. Furthermore, PADEP is aware of PAID's interest in assessing contaminated sites and bringing blighted properties back into active use. We look forward to a continuing partnership with PAID and support its efforts to assess, remediate, and redevelop contaminated properties.

Sincerely,



Stephan Sinding
Regional Manager
Environmental Cleanup and Brownfields

Re 30 (eh15ecb)320-1

ATTACHMENT A-3
OPINION OF COUNSEL REGARDING LEGAL AUTHORITY



PHILADELPHIA AUTHORITY FOR INDUSTRIAL DEVELOPMENT

Mr. Tom Stolle
EPA Region 3
1650 Arch Street, Mail Code 3HS51
Philadelphia, PA 19103
Phone Number: 215-814-3129

Re: Application for EPA Brownfields Revolving Loan Fund Grant (the "Grant")

Dear Mr. Stolle:

As Senior Vice President, General Counsel for the Philadelphia Industrial Development Corporation ("PIDC"), which manages the affairs of the Philadelphia Authority for Industrial Development (the "Authority"), I act as legal counsel to the Authority.

The Authority is submitting the Grant, and in accordance therewith a legal opinion is required. I have reviewed the Grant and the regulations and guidelines.

The Authority is a public instrumentality of the Commonwealth and is a body corporate and politic organized and established by the City of Philadelphia under the Pennsylvania Economic Development Financing Law, approved August 23, 1976, P.L. § 251 *et seq.*, 73 P.S. § 371 *et seq.*, as amended. Section 376 of the Economic Development Financing Law sets forth the Authority's purposes and powers, and permits the Authority to, among other things, accept grants, make loans, provide alternate types of financing, enter into contracts, and sue and be sued. The Authority's Articles of Incorporation and Bylaws permit the Authority to perform all acts to the full extent permitted under the Economic Development Financing Law.

On the basis of the foregoing, I am of the opinion that:

1. The Authority has legal authority to access and secure sites in the event of an emergency or default under loan or grant agreements; and
2. The Authority has legal authority to perform the actions necessary to manage a revolving loan fund, including the ability to hold funds, enter into loan agreements, make loans pursuant to such agreements and collect repayments.

With respect to the foregoing opinion, I advise you that the rights of any borrowers under this Grant and the enforceability of such agreements and contracts entered into pursuant to the Grant program will be subject to and may be limited by (i) applicable bankruptcy, insolvency, fraudulent conveyance, reorganization, moratorium or other similar laws of general application or equitable principles relating to or affecting creditor's rights and remedies or debtor's obligations generally, (ii) general principles of equity, whether considered and applied in a court of law or equity, and (iii) the exercise of judicial discretion in appropriate cases.

This opinion is expressly limited to the matters stated herein and no opinion is implied or may be inferred beyond the matters expressly stated herein. This opinion is given as of the date hereof and is based upon existing laws, regulations and judicial and administrative decisions. I assume no obligation to update or supplement this opinion to reflect any facts or circumstances which may hereafter come to our attention or any changes in such laws, regulations, or judicial or administrative decisions, any of which could adversely affect the Grant program.

Very truly yours,



Ilene Burak
Senior Vice President, General Counsel
PIDC
On behalf of the Philadelphia Authority for
Industrial Development

ATTACHMENT B
LETTERS OF SUPPORT AND PARTNERSHIP FROM COMMUNITY-BASED ORGANIZATIONS



Southwest Community Development Corporation

Neighborhood Advisory Committee • Neighborhood Energy Center • New Start Family Resource Center

Housing Counseling • Woodland Avenue Revitalization Project

6328 Paschall Avenue, Philadelphia, Pennsylvania 19142

215-729-0800 • Fax: 215-726-5719 • www.southwestcdc.org

Partnerships Building Neighborhood Pride

December 11, 2015

Kate McNamara, Vice President, Real Estate Services

PIDC

1500 Market Street, 26th Floor West

Philadelphia, PA 19102

Dear Ms. McNamara:

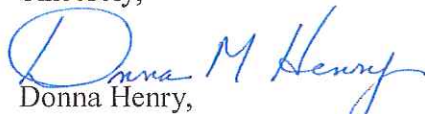
The Southwest Community Development Corporation (SWCDC) is pleased to support the application of the Philadelphia Authority for Industrial Development (PAID) to the United States Environmental Protection Agency for funding to recapitalize the brownfield revolving loan program. This program supports brownfield cleanup projects in the Lower Schuylkill and the City of Philadelphia. Significant portions of the Lower Schuylkill are located within or adjacent to the area represented by SWCDC.

Brownfields create health concerns for our residents and deter new businesses from locating in this area. Many family-sustaining jobs have been lost due to the closure of major industrial facilities over the past 50 years. While those jobs are gone, legacy contamination remains. This has a profound impact on our communities.

From 2011-2013, SWCDC worked closely with PAID's operating entity, PIDC, on the Lower Schuylkill Master Plan – a 23 year framework for revitalization of the Lower Schuylkill area. The plan calls for brownfield remediation to spur economic development and job creation, as well as create a healthy, sustainable environment with recreational amenities that support health and wellness in our community. We continue to work closely with PIDC to implement the master plan, providing community feedback and coordination on specific brownfield sites, potential new brownfield sites, and remediation initiatives generally. If PAID is awarded this grant, SWCDC commits to continue working closely with PIDC to recommend sites, evaluate prospect sites within and near our community, share project/program information with our community, and provide community feedback.

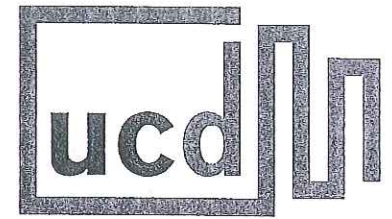
Cleaning up these brownfields will require significant resources and we strongly support PAID's application for recapitalization of the brownfield revolving loan program to continue advancing this important work.

Sincerely,


Donna Henry,
Executive Director

December 11, 2015

Kate McNamara, Vice President, Real Estate Services
PIDC
1500 Market Street, 26th Floor West
Philadelphia, PA 19102



University City District

3940 Chestnut Street
Philadelphia, PA 19104
215-243-0555
fax: 215-243-0557

Dear Ms. McNamara:

The University City District (UCD) is pleased to support the application of the Philadelphia Authority for Industrial Development (PAID) to the United States Environmental Protection Agency for funding to recapitalize the brownfield revolving loan program. This program supports brownfield cleanup projects in the Lower Schuylkill and the City of Philadelphia. Portions of the Lower Schuylkill are located adjacent to the area represented by UCD.

Brownfields create health concerns and deter new businesses. This has become an increasingly important issue as large University City institutions expand south, into formerly industrial areas such as the Lower Schuylkill. The brownfield revolving loan fund provides critical support for this expansion. A funding commitment from this program is a key component of the University of Pennsylvania's \$36.5M Pennovation Center project.

From 2011-2013, UCD worked closely with PAID's operating entity, PIDC, on the Lower Schuylkill Master Plan – a 23 year framework for revitalization of the Lower Schuylkill area. The plan calls for brownfield remediation to spur economic development and job creation, as well as create a healthy, sustainable environment with recreational amenities that support health and wellness in our communities.

We continue to work closely with PIDC to implement the master plan. If PAID is awarded this grant, UCD commits to continue working closely with PIDC to recommend new sites and projects, evaluate prospects within and near our community, share project/program information with our community, and provide community feedback.

Cleaning up these brownfields will require significant resources and we strongly support PAID's application for recapitalization of the brownfield revolving loan program to continue advancing this important work.

Sincerely,

Matt Bergheiser,
Executive Director



universitycity

www.universitycity.org



ucdphl



Forgotten Bottom Neighborhood Association

December 1, 2015

Kate McNamara, Vice President, Real Estate Services
Philadelphia Industrial Development Corporation
1500 Market Street, 26th Floor West
Philadelphia, PA 19102

Dear Ms. McNamara:

The Forgotten Bottom Neighborhood Association (FBNA) supports the applications of the Philadelphia Authority for Industrial Development (PAID) to the United States Environmental Protection Agency for (1) a cleanup grant to support remediation of the brownfield site at 1201 S. 35th Street, and (2) a grant to provide new funding for the Brownfield Remediation Revolving Loan Fund.

As a community located within the Lower Schuylkill and the planned Innovation District, FBNA was actively involved in the development of the Lower Schuylkill Master Plan. FBNA supports PAID's ongoing efforts to implement the Lower Schuylkill Master Plan, including efforts to restore brownfield properties to productive use and improve the community by cleaning up blighted, vacant sites such as 1201 S. 35th Street.

If PAID is awarded these grants, FBNA will work closely with PAID to keep the community informed of the progress of each remediation project, share community concerns and suggestions, and provide feedback and suggestions on potential sites for the Brownfield Remediation Revolving Loan Program.

Cleaning up these brownfields will require significant resources and we strongly support PAID's applications for a cleanup grant and revolving loan fund grant to continue the important progress that is already underway.

Sincerely,

Marc Pitcher,
President

GRAYS FERRY COMMUNITY COUNCIL

Twenty- Ninth and Dickinson Streets • Philadelphia, Pennsylvania 19146 • (215) 336-5005

December 9, 2015

Kate McNamara, Vice President, Real Estate Services
Philadelphia Industrial Development Corporation
1500 Market Street, 26th Floor West
Philadelphia, PA 19102

Re: 1201 S. 35th St.

Dear Ms. McNamara:

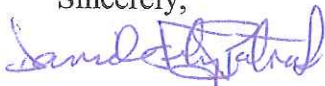
The Grays Ferry Community Council (GFCC) supports the applications of the Philadelphia Authority for Industrial Development (PAID) to the United States Environmental Protection Agency for (1) a cleanup grant to support remediation of the brownfield site at 1201 S. 35th Street, and (2) a grant to provide new funding for the Brownfield Remediation Revolving Loan Fund.

As a community located adjacent to the Lower Schuylkill and the planned Innovation District, GFCC was actively involved in the development of the Lower Schuylkill Master Plan. GFCC supports PAID's ongoing efforts to implement the Lower Schuylkill Master Plan, including efforts to restore brownfield properties to productive use and improve the community by cleaning up blighted, vacant sites such as 1201 S. 35th Street.

If PAID is awarded these grants, GFCC will work closely with PAID to keep the community informed of the progress of each remediation project, share community concerns and suggestions, and provide feedback and suggestions on potential sites for the Brownfield Remediation Revolving Loan Program.

Cleaning up these brownfields will require significant resources and we strongly support PAID's applications for a cleanup grant and revolving loan fund grant to continue the important progress that is already underway.

Sincerely,



David Fitzpatrick,
President

DF/mcg

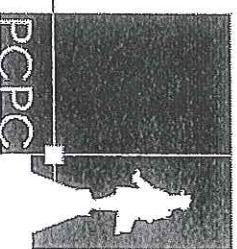
ATTACHMENT C – DOCUMENTATION OF LEVERAGED FUNDS COMMITTED TO THE PROJECT

The FY2014-2019 Capital Program

City of Philadelphia

Philadelphia becomes one of the safest cities in America • The education and health of Philadelphians improve
Philadelphia is a place of choice • Philadelphia becomes the greenest and most sustainable city in America

Philadelphia government works efficiently and effectively, with integrity and responsiveness



	2014	2015	2016	2017	2018	2019	2014 - 2019
	\$x000	\$x000	\$x000	\$x000	\$x000	\$x000	\$x000

Totals - COMMERCIAL DEVELOPMENT

1,114 CA							1,114 CA
3,886 CN	1,000 CN	1,500 CN	1,500 CN	1,500 CN	1,500 CN	1,500 CN	10,886 CN
14,627 CT							14,627 CT
16,110 FT							16,110 FT
15,000 PT							15,000 PT
22,380 ST							22,380 ST
4,048 TT							4,048 TT

77,165	1,000	1,500	1,500	1,500	1,500	1,500	84,165
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INDUSTRIAL DEVELOPMENT**9 Industrial Districts**

¹ Lower Schuylkill River Industrial District
Improve infrastructure and access to industrial land adjoining the
Lower Schuylkill River.

500 CN	1,000 SB	1,100 SB	1,300 SB	1,400 SB	800 SB	5,600 SB
	1,000 CN	1,500 CN	1,000 CN	2,000 CN	1,500 CN	7,500 CN

500	2,000	2,600	2,300	3,400	2,300	13,100
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9A. Industrial Districts-FY12

See description under line item 9.

325 CT	325 CT
325	325

	2015	2016	2017	2018	2019	2020	2015 - 2020
	\$x000	\$x000	\$x000	\$x000	\$x000	\$x000	\$x000
11A Navy Yard Infrastructure Improvements-FY14	1,221						1,221
	1,221 CT						1,221 CT
11B Navy Yard Infrastructure Improvements-FY11	2,900						2,900
	2,900 FT						2,900 FT
12 Environmental Assessment/Remediation	1,000		1,000		1,000		3,000
	400 CN		400 CN		400 CN		1,200 CN
	200 FB		200 FB		200 FB		600 FB
	400 SB		400 SB		400 SB		1,200 SB
12A Environmental Assessment/Remediation-FY13	1,000						1,000
	400 CT						400 CT
	200 FT						200 FT
	400 ST						400 ST
12B Environmental Assessment/Remediation-FY08	4						4
	4 CT						4 CT
13 PIDC Landbank Improvements, Engineering and Administration	6,000						6,000
	6,000 Z						6,000 Z
14 PIDC Landbank Acquisition & Improvements	12,000						12,000
	12,000 Z						12,000 Z
INDUSTRIAL DEVELOPMENT	27,908	4,600	4,300	4,600	5,900	2,500	49,808
	2,400 CN	3,500 CN	2,400 CN	3,200 CN	4,500 CN	2,500 CN	18,500 CN
	2,408 CT						2,408 CT
	200 FB		200 FB		200 FB		600 FB
	3,100 FT						3,100 FT
	1,400 SB	1,100 SB	1,700 SB	1,400 SB	1,200 SB		6,800 SB
	400 ST						400 ST
	18,000 Z						18,000 Z

WATERFRONT IMPROVEMENTS

	2015	2016	2017	2018	2019	2020	2015 - 2020
	\$x000	\$x000	\$x000	\$x000	\$x000	\$x000	\$x000
15 Central Delaware River Waterfront	8,000	27,100	1,750	2,000	5,000	6,000	49,850
8,000 CN		2,100 CN	1,750 CN	2,000 CN	5,000 CN	6,000 CN	24,850 CN
		25,000 FB					25,000 FB
15A Central Delaware River Waterfront-FY14	7,500						7,500
4,450 CT							4,450 CT
1,030 FT							1,030 FT
710 PT							710 PT
1,250 ST							1,250 ST
60 TT							60 TT
16 Schuylkill River Waterfront	1,350	1,850	1,850	1,000	1,000	600	7,650
500 CN		1,000 CN	1,000 CN	1,000 CN	1,000 CN	600 CN	5,100 CN
500 FB		500 FB	500 FB				1,500 FB
350 SB		350 SB	350 SB				1,050 SB

	2015	2016	2017	2018	2019	2020	2015 - 2020
	\$x000	\$x000	\$x000	\$x000	\$x000	\$x000	\$x000
16A Schuylkill River Waterfront-FY14	1,850						1,850
1,000 CT							1,000 CT
500 FT							500 FT
350 ST							350 ST
16B Schuylkill River Waterfront-FY13	1,850						1,850
1,000 CT							1,000 CT
500 FT							500 FT
350 ST							350 ST
16C Schuylkill River Waterfront-FY12	950						950
950 CT							950 CT
16D Schuylkill River Waterfront-FY11	378						378
378 FT							378 FT
16E Schuylkill Riverfront Improvements-FY10	648						648
648 ST							648 ST
17 North Delaware River Waterfront	1,100	1,350	1,150	1,200	500	500	5,800
250 CN		500 CN	300 CN	500 CN	500 CN	500 CN	2,550 CN
500 FB		500 FB	500 FB	350 FB			1,850 FB
350 SB		350 SB	350 SB	350 SB			1,400 SB
17A North Delaware River Waterfront-FY14	760						760
300 CT							300 CT
365 PT							365 PT
95 ST							95 ST
17B North Delaware River Waterfront-FY13	1,350						1,350
500 CT							500 CT
500 FT							500 FT
350 ST							350 ST



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
WASHINGTON, D.C. 20460

MAY 24 2002

OFFICE OF
SOLID WASTE AND
EMERGENCY RESPONSE

Mr. Thomas A.K. Queenan
Chairman of the Board
Philadelphia Authority for Industrial Development
2600 Centre Square West
1500 Market Street
Philadelphia, PA 19102

Dear Mr. Queenan:

On behalf of the United States Environmental Protection Agency (EPA), I am pleased to congratulate you and confirm that the Philadelphia Authority for Industrial Development was selected as one of the entities EPA will begin negotiations with to award cooperative agreements for two cleanup grants and a revolving loan fund grant. The Philadelphia Authority for Industrial Development submitted outstanding grant proposals, and we deeply appreciate the tremendous commitment of time and energy that went into their preparation.

Through the Small Business Liability Relief and Brownfields Revitalization Act of 2002, EPA is working to help states and communities around the country clean up and revitalize brownfield sites. We fully expect that these brownfield projects will provide benefits to the environment and economy of local communities. Tom Stolle, your Regional Brownfields Coordinator (215-814-3129), will work closely with the Philadelphia Authority for Industrial Development to negotiate the cooperative agreements prior to the grant awards.

We look forward to working with your staff on the Brownfields program in continued Federal, state, and local government cooperation.

Sincerely,

A handwritten signature in dark ink, which appears to read "David R. Lloyd", is written over a faint, larger version of the same signature.

David R. Lloyd, Director
Office of Brownfields and Land Revitalization

cc: Tom Stolle

FY12 Brownfields Assessment, Revolving Loan Fund, and Cleanup (ARC) and Revolving Loan Fund Supplemental Funding Selections

Applicant Name	Type of Grant	Site Name	Approved Total Funding
Ohio			
Lockland, OH	Assessment	Community-wide Hazardous Substances	\$200,000
Lorain Port Authority, OH	Assessment	Community-wide	\$400,000
Newark, OH	Assessment	Community-wide Hazardous Substances	\$200,000
Northeast Ohio Four County Regional Planning & Development Organization	Assessment	Assessment Coalition	\$600,000
Ottawa County, OH	Assessment	Community-wide	\$400,000
Toledo, OH	Assessment	Assessment Coalition	\$800,000
Vinton Baptist Church, Vinton, OH	Cleanup	Field of Hope Community Campus	\$200,000
Total Approved Funding			\$2,800,000
Oklahoma			
Oklahoma City, OK	Assessment	Core to Shore Park site	\$350,000
Total Approved Funding			\$350,000
Oregon			
Eugene, OR	Assessment	Assessment Coalition	\$680,200
Northeast Oregon Economic Development District	Assessment	Community-wide	\$400,000
Oregon Business Development Department	RLF (S)	Community-wide	\$700,000
Troutdale, OR	Assessment	Troutdale Riverfront Redevelopment Site	\$200,000
Vernonia, OR	Assessment	Community-wide	\$200,000
Total Approved Funding			\$2,180,200
Pennsylvania			
Allentown, PA	RLF (S)	Community-wide	\$365,000
Lycoming County, PA	Assessment	Assessment Coalition	\$550,000
Norristown, PA	Assessment	Community-wide	\$400,000
North Side Industrial Development Company, Inc., PA	Assessment	Assessment Coalition	\$500,000
Northampton County, PA	RLF	Community-wide	\$650,000
Philadelphia Authority for Industrial Development, PA	Cleanup	Transmontaigne property	\$200,000
	Cleanup	U.S. Gypsum property	\$200,000
	RLF	Community-wide Petroleum	\$1,000,000
Turtle Creek Valley Council of Governments, PA	Assessment	Assessment Coalition	\$600,000
Total Approved Funding			\$4,465,000
Puerto Rico			
Desarrollo Integral del Sur, Inc., PR	Assessment	Assessment Coalition	\$1,000,000
Total Approved Funding			\$1,000,000

MEMO



PHILADELPHIA'S ECONOMIC DEVELOPMENT
CORPORATION SINCE 1958

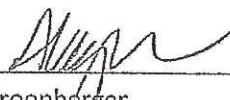
DATE: June 28, 2013
TO: Alan Greenberger
FROM: Tom Dalfo
SUBJECT: EPA Revolving Fund Match

In October 2012, the Philadelphia Authority for Industrial Development was awarded a \$1,000,000 grant from the U.S. Environmental Protection Agency (EPA) to establish a revolving loan program to make loans and subgrants to remediate contaminated industrial sites in Philadelphia, with a particular emphasis on sites along the Lower Schuylkill. This revolving loan fund will assist in the clean-up of privately-owned industrial sites in the area covered by the Lower Schuylkill Master Plan. Based on the long history of heavy industrial uses in this area, environmental contamination is a significant obstacle in the redevelopment and repositioning of industrial sites.

Since the award, the City of Philadelphia and PIDC have completed and released the Lower Schuylkill Master Plan and worked with the EPA to create the foundational documents required to establish the revolving loan fund. The EPA grant requires \$200,000 from a non-federal government funding source as a match for the grant. PIDC proposes using unexpended funds from a series of completed capital projects as the required match to the EPA grant award. Both the original capital projects and the work that will be funded through this revolving loan program were intended to support the expansion of industrial activity in Philadelphia. If you believe this funding source is appropriate to use as a match for the EPA grant, please indicate your concurrence with this fee structure by signing below.

If you have any questions, please do not hesitate to let me know at (215) 496-8194 or at tdalfo@pidc-pa.org

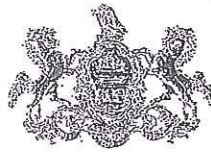
cc: John Grady
Sam Rhoads
Duane Bumb



Alan Greenberger
Deputy Mayor for Planning & Economic Development

7-3-13

Date



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF COMMUNITY AND ECONOMIC DEVELOPMENT
HARRISBURG, PA 17120

July 12, 2011

OFFICE OF SECRETARY

Mr. Peter Longstreth, President
Philadelphia Authority for Industrial Development
1500 Market Street, Suite 2600 West
Philadelphia, PA 19102

Re: Industrial Sites Reuse Grant (\$847,500)
Former National Heat & Power Site
Remediation Project

Dear Mr. Longstreth:

I am pleased to inform you that your request for an Industrial Sites Reuse ("ISR") Program grant has been approved. On behalf of the Commonwealth of Pennsylvania, acting through the Department of Community and Economic Development ("DCED"), I hereby transmit to the Philadelphia Authority for Industrial Development (the "Applicant") an offer for grant assistance in the amount not to exceed Eight Hundred Forty Seven Thousand Five Hundred Dollars (\$847,500).

The grant will be used by the Applicant for remediation costs including soil sampling, soil excavation and asbestos abatement (the "Project") at 1633-35 S. 49th Street located in the City of Philadelphia, Philadelphia County, Pennsylvania, known as the former National Heat & Power Site.

This grant offer is contingent upon receipt of the following information by DCED:

Mr. Peter Longstreth, President

July 11, 2011

Page Two

THE FOLLOWING CONDITIONS SHALL APPLY TO THE GRANT OFFER:

- A. Applicant will be required to solicit competitive bids for work that will be conducted with Industrial Sites Reuse Funds.
- B. DCED reserves the right to approve or reject contracts between the applicant and consultants or contractors for work that will be paid for with Industrial Sites Reuse Funds.
- C. Applicant cannot make or authorize any substantial change in the Project without first obtaining the written consent of DCED.
- D. Applicant shall have the required matching funds on hand. DCED will pay 75% of eligible invoices submitted for reimbursement.
- E. Applicant will maintain full and accurate records with respect to the Project. DCED and the Department of Environmental Protection shall have free access to such records and to inspect all project work and other relevant data and records. The applicant must furnish, upon request of department, all data, reports, contracts, documents, and other information relevant to the Project as may be requested.
- F. The remediation project must be completed prior to **June 30, 2013**.
- G. The Pennsylvania Prevailing Wage Act (43 P.S. § 165-1 et seq.; 34 Pa. Code § 9.101 et seq.) may be applicable to this Project. If applicable, the Grant Recipient is responsible for including prevailing wage rates in all bid documents, specifications, and construction contracts pertaining to the Project. The Department of Labor and Industry (L&I) has final authority to make all prevailing wage applicability determinations. A copy of this letter is being forwarded to L&I for a formal determination of applicability of prevailing wage requirements.

Please Note: Prevailing Wage requirements are generally applicable to grants for construction, demolition, reconstruction, alteration, repair work, renovations, build-out and installation of machinery and equipment in excess of \$25,000.00. Any questions as to final prevailing wage obligations should be directed to the Bureau of Law Compliance at 1 (800) 932-0665.

Mr. Peter Longstreth, President
July 11, 2011
Page Three

This commitment will expire sixty (60) days from the date of this letter unless we have received your written acceptance by returning the original commitment letter fully executed. **Our receipt of the signed commitment letter will constitute your authorization to incur costs for reimbursement.**

If you should have any questions regarding this grant, please contact the Center for Business Financing, Site Development Division at (717) 787-7120. The signed commitment letter should be returned to Brian D. Eckert, Director, Site Development Division, Center for Business Financing, 4th Floor, Commonwealth Keystone Building, Harrisburg, PA 17120.

A representative from DCED's Communications Office may be contacting you in the next several weeks to discuss the public announcement of the Industrial Sites Reuse Program approval. Please do not make any public announcements regarding this grant approval without first coordinating with DCED. Should you have any questions or wish to discuss the announcement, please contact DCED's Communications Office at (717) 783-1132.

Please know that the renewed funding for the Industrial Sites Reuse program comes from the Growing Greener II bond program. This program is collaboration between the Department of Community and Economic Development and the Department of Environmental Protection. As a result, spending of grant funds must comply with federal bond rules.

I would like to congratulate you on behalf of the Corbett Administration for promoting the economic development of your community and trust this grant will aid your efforts.

Sincerely,

C. Alan Walker

C. Alan Walker
Secretary

The foregoing terms and conditions are hereby agreed to and accepted this 2nd day of September, 2011.

ATTEST:

Paul J. Rege
Secretary
(SEAL)

PHILADELPHIA AUTHORITY FOR
INDUSTRIAL DEVELOPMENT

[Signature]
By:

FEDERAL TAX IDENTIFICATION NUMBER

23-2237287

NONDISCRIMINATION/SEXUAL HARASSMENT CLAUSE

During the term of the Contract, Applicant (known herein as "Grantee") agrees as follows:

1. In the hiring of any employee(s) for the manufacture of supplies, performance of work, or any other activity required under the grant agreement or any subgrant agreement, contract, or subcontract, the Grantee, a subgrantee, a contractor, a subcontractor, or any person acting on behalf of the Grantee shall not, by reason of gender, race, creed, or color, discriminate against any citizen of this Commonwealth who is qualified and available to perform the work to which the employment relates.
2. The Grantee, any subgrantee, contractor or any subcontractor or any person on their behalf shall not in any manner discriminate against or intimidate any of its employees on account of gender, race, creed, or color.
3. The Grantee, any subgrantee, contractor or any subcontractor shall establish and maintain a written sexual harassment policy and shall inform their employees of the policy. The policy must contain a notice that sexual harassment will not be tolerated and employees who practice it will be disciplined.
4. The Grantee, any subgrantee, contractor or any subcontractor shall not discriminate by reason of gender, race, creed, or color against any subgrantee, contractor, subcontractor or supplier who is qualified to perform the work to which the contracts relates.
5. The Grantee, any subgrantee, any contractor or any subcontractor shall, within the time periods requested by the Commonwealth, furnish all necessary employment documents and records and permit access to their books, records, and accounts by the granting agency and the Bureau of Minority and Women Business Opportunities (BMWBO), for purpose of ascertaining compliance with provisions of this Nondiscrimination/Sexual Harassment Clause. Within thirty (30) days after award of any grant, the Grantee shall be required to complete, sign and submit Form STD-21, the "Initial Contract Compliance Data" form. Grantees who have fewer than five employees or whose employees are all from the same family or who have completed the STD-21 form within the past 12 months may, within the 15 days, request an exemption from the STD-21 form from the granting agency.
6. The Grantee, any subgrantee, contractor or any subcontractor shall include the provisions of this Nondiscrimination/Sexual Harassment Clause in every subgrant agreement, contract or subcontract so that those provisions applicable to subgrantees, contractors or subcontractors will be binding upon each subgrantee, contractor or subcontractor.
7. The Commonwealth may cancel or terminate the grant agreement and all money due or to become due under the grant agreement may be forfeited for a violation of the terms and conditions of this Nondiscrimination/Sexual Harassment Clause. In addition, the granting agency may proceed with debarment or suspension and may place the Grantee, subgrantee, contractor, or subcontractor in the Contractor Responsibility File.

IN WITNESS WHEREOF the parties hereunto have set their hands and seals on:

WITNESS:

**PHILADELPHIA AUTHORITY FOR
INDUSTRIAL DEVELOPMENT**

Vendor Number 125631
Federal Identification Number 232237287

GRANTEE: Please sign & complete at "X's" only

X By Jane McElwain (Seal)
X Title Chairman
X Date 9-2-11

X By Paul J. Pieg
X Title Secretary
X Date 9-2-11

For Commonwealth signatures only

Approved as to Legality and Form

[Signature] 9/16/11
Office of Chief Counsel Date

Preapproved Form # 4-K-2102
Office of General Counsel Date

Preapproved Form # 4-K-2102
Office of Attorney General Date

For Commonwealth signatures only

**Commonwealth of Pennsylvania
Acting through the
Department of Community and
Economic Development**

[Signature]
Secretary/Deputy Secretary

9/20/11
Date

Approved:

I hereby certify that funds in the amount of
\$847,500 are available under Appropriations
Symbol:

3028706000 24410040006600800 - \$847,500

Program GRANT
Contract # C000051503

Comptroller approved as to fiscal responsibility,
budgetary appropriateness and availability of
funds:

[Signature] 9/30/11
Comptroller Date



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF COMMUNITY AND ECONOMIC DEVELOPMENT
HARRISBURG, PA 17120

OFFICE OF SECRETARY

April 8, 2011

Mr. Peter Longstreth, President
Philadelphia Authority for Industrial Development
2600 Centre Street Square West
1500 Market Street
Philadelphia, PA 19102

Re: Industrial Sites Reuse Grant (\$1,000,000)
Former Transmontaigne & US Gypsum site
Remediation Project

Dear Mr. Longstreth:

I am pleased to inform you that your request for an Industrial Sites Reuse ("ISR") Program grant has been approved. On behalf of the Commonwealth of Pennsylvania, acting through the Department of Community and Economic Development ("DCED"), I hereby transmit to the Philadelphia Authority for Industrial Development (the "Applicant") an offer for grant assistance in the amount not to exceed ONE MILLION DOLLARS (\$1,000,000).

The grant will be used by the Applicant for remediation, which will consist of soil excavation combined with groundwater pumping and LNAPL skimming using interceptor trenches (the "Project") at 5376 Eastwick Avenue, 3000 S. 56th Street and 2731 S. 58th Street, all located in the City of Philadelphia, Philadelphia County, Pennsylvania, known as the former Transmontaigne Oil Refinery and former US Gypsum site.

This grant offer is contingent upon receipt of the following information by DCED:

1. A tabulation of bids and executed contracts for the work to be performed. All contracts must contain the nondiscrimination/sexual harassment provision attached hereto as page 4.
2. Final cost breakdown of the Project, if different from that submitted in the application.
3. Evidence that the Applicant holds title to the Project site.

APPENDIX A & B
Contract # C000051138
Page 1 of 4

Mr. Peter Longstreth, President
Philadelphia Authority for Industrial Development
Page Two

THE FOLLOWING CONDITIONS SHALL APPLY TO THE GRANT OFFER:

- A. Applicant will be required to solicit competitive bids for work that will be conducted with Industrial Sites Reuse Funds.
- B. DCED reserves the right to approve or reject contracts between the applicant and consultants or contractors for work that will be paid for with Industrial Sites Reuse Funds.
- C. Applicant cannot make or authorize any substantial change in the Project without first obtaining the written consent of DCED.
- D. Applicant shall have the required matching funds on hand. DCED will pay 75% of eligible invoices submitted for reimbursement.
- E. Applicant will maintain full and accurate records with respect to the Project. DCED and the Department of Environmental Protection shall have free access to such records and to inspect all project work and other relevant data and records. The applicant must furnish, upon request of either department, all data, reports, contracts, documents, and other information relevant to the Project as may be requested.
- F. The remediation project must be completed prior to June 30, 2013.
- G. The Pennsylvania Prevailing Wage Act (43 P.S. § 165-1 et seq.; 34 Pa. Code § 9.101 et seq.) may be applicable to this Project. If applicable, the Grant Recipient is responsible for including prevailing wage rates in all bid documents, specifications, and construction contracts pertaining to the Project. The Department of Labor and Industry (L&I) has final authority to make all prevailing wage applicability determinations. A copy of this letter is being forwarded to L&I for a formal determination of applicability of prevailing wage requirements.

Please Note: Prevailing Wage requirements are generally applicable to grants for construction, demolition, reconstruction, alteration, repair work, renovations, build-out and installation of machinery and equipment in excess of \$25,000.00. Any questions as to final prevailing wage obligations should be directed to the Bureau of Law Compliance at 1 (800) 932-0665.

This commitment will expire sixty (60) days from the date of this letter unless we have received your written acceptance by returning the original commitment letter fully executed. Our receipt of the signed commitment letter will constitute your authorization to incur costs for reimbursement.

Mr. Peter Longstreth, President
Philadelphia Authority for Industrial Development
Page Three

If you should have any questions regarding this grant, please contact the Center for Business Financing, Site Development Division at (717) 787-7120. The signed commitment letter should be returned to Brian D. Eckert, Director, Site Development Division, Center for Business Financing, 4th Floor, Commonwealth Keystone Building, Harrisburg, PA 17120.

A representative from DCED's Communications Office may be contacting you in the next several weeks to discuss the public announcement of the Industrial Sites Reuse Program approval. Please do not make any public announcements regarding this grant approval without first coordinating with DCED. Should you have any questions or wish to discuss the announcement, please contact DCED's Communications Office at (717) 783-1132.

Please know that the renewed funding for the Industrial Sites Reuse program comes from the Growing Greener II bond program. This program is a collaboration between the Department of Community and Economic Development and the Department of Environmental Protection. As a result, spending of grant funds must comply with federal bond rules.

I would like to congratulate you on behalf of the Corbett Administration for promoting the economic development of your community and trust this grant will aid your efforts.

Sincerely,

C. Alan Walker

C. Alan Walker
Acting Secretary

The foregoing terms and conditions are hereby agreed to and accepted this 27th day of April, 2011.

ATTEST:

Teresa A. DeMuses
Secretary


(SEAL)

PHILADELPHIA AUTHORITY FOR
INDUSTRIAL DEVELOPMENT

James McMan
By:

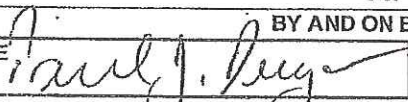
FEDERAL TAX IDENTIFICATION NUMBER

23-2237287

	U.S. ENVIRONMENTAL PROTECTION AGENCY Cooperative Agreement		ASSISTANCE ID NO.			DATE OF AWARD 08/30/2010 MAILING DATE 09/07/2010 ACH# PEND
			PRG	DOC ID	AMEND#	
			BF -	97396401	- 0	
			TYPE OF ACTION New			
RECIPIENT TYPE: Special District			Send Payment Request to: N/A			
RECIPIENT:			PAYEE:			
Philadelphia Authority for Industrial Development 1500 Market Street Suite 2600 West Philadelphia, PA 19102 EIN: 23-2237287			Philadelphia Authority for Industrial Development 1500 Market Street Suite 2600 West Philadelphia, PA 19102			
PROJECT MANAGER		EPA PROJECT OFFICER		EPA GRANT SPECIALIST		
Liz Gabor 1500 Market Street Suite 2600 West Philadelphia, PA 19102 E-Mail: egabor@pidc-pa.org Phone: 215-496-8142		Stephanie Branche 1650 Arch Street, 3HS51 Philadelphia, PA 19103-2029 E-Mail: Branche.Stephanie@epa.gov Phone: 215-814-5556		Tanya Thomas Grants and Audit Management Branch, 3PM70 E-Mail: Thomas.Tanya@epa.gov Phone: 215-814-5408		
PROJECT TITLE AND DESCRIPTION BROWNFIELDS ASSESSMENT This award provides funding to the Philadelphia Authority for Industrial Development, Pennsylvania to be used to conduct community-wide assessments at brownfield sites potentially contaminated with hazardous substances. The grant recipient will conduct Phase I and Phase II environmental site assessments selected sites throughout the city. Funds will also be used for community outreach activities and cleanup planning.						
BUDGET PERIOD 07/01/2010 - 09/30/2013		PROJECT PERIOD 07/01/2010 - 09/30/2013		TOTAL BUDGET PERIOD COST \$200,000.00		TOTAL PROJECT PERIOD COST \$200,000.00

NOTICE OF AWARD

Based on your application dated 06/29/2010, including all modifications and amendments, the United States acting by and through the US Environmental Protection Agency (EPA), hereby awards \$200,000. EPA agrees to cost-share 100.00% of all approved budget period costs incurred, up to and not exceed total federal funding of \$200,000. Such award may be terminated by EPA without further cause if the recipient fails to provide timely affirmation of the award by signing under the Affirmation of Award section and returning all pages of this agreement to the Grants Management Office listed below within 21 days after receipt, or any extension of time, as may be granted by EPA. This agreement is subject to applicable EPA statutory provisions. The applicable regulatory provisions are 40 CFR Chapter 1, Subchapter B, and all terms and conditions of this agreement and any attachments.

ISSUING OFFICE (GRANTS MANAGEMENT OFFICE)		AWARD APPROVAL OFFICE	
ORGANIZATION / ADDRESS		ORGANIZATION / ADDRESS	
US EPA Region 3, 3PM70 1650 Arch Street Philadelphia, PA 19103-2029		U.S. EPA, Region 3 Hazardous Site Cleanup Division 3HS00 1650 Arch Street Philadelphia, PA 19103-2029	
THE UNITED STATES OF AMERICA BY THE U.S. ENVIRONMENTAL PROTECTION AGENCY			
SIGNATURE OF AWARD OFFICIAL		TYPED NAME AND TITLE	
Digital signature applied by EPA Award Official		James W. Newsom, Assistant Regional Administrator for Policy and Management	
		DATE 08/30/2010	
AFFIRMATION OF AWARD			
BY AND ON BEHALF OF THE DESIGNATED RECIPIENT ORGANIZATION			
SIGNATURE		TYPED NAME AND TITLE	
		Paul J. Deegan, Secretary	
		DATE 12-6-10	



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
WASHINGTON, D.C. 20460

APR 1 8 2010

OFFICE OF
SOLID WASTE AND
EMERGENCY RESPONSE

Mr. James McManus
Chairman of the Board
Philadelphia Authority for Industrial Development
1500 Market Street, Suite 2600
Philadelphia, PA 19102

Dear Mr. McManus:

On behalf of the United States Environmental Protection Agency (EPA), I am pleased to congratulate you and confirm that the Philadelphia Authority for Industrial Development was selected as one of the entities EPA will begin negotiations with to award a cooperative agreement for an assessment grant. The Philadelphia Authority for Industrial Development submitted an outstanding grant proposal, and we deeply appreciate the tremendous commitment of time and energy that went into its preparation.

Through the Small Business Liability Relief and Brownfields Revitalization Act of 2002, EPA is working to help states and communities around the country clean up and revitalize brownfield sites. We fully expect that these brownfield projects will provide benefits to the environment and economy of local communities. Tom Stolle, your Regional Brownfields Coordinator (215-814-3129), will work closely with the Philadelphia Authority for Industrial Development to negotiate the cooperative agreement prior to the grant award.

We look forward to working with your staff on the Brownfields program in continued Federal, state, and local government cooperation.

Sincerely,

David R. Lloyd, Director
Office of Brownfields and Land Revitalization

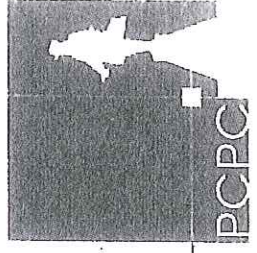
cc: Tom Stolle

The FY2012-2017 Capital Program

City of Philadelphia

Improving the well-being of Philadelphians • Becoming one of the safest cities in America • A place of choice
Becoming the greenest city in America • Government that works efficiently and effectively, with integrity and responsiveness

PHILADELPHIA CITY PLANNING COMMISSION



	2012	2013	2014	2015	2016	2017	2012 - 2017
	\$x000	\$x000	\$x000	\$x000	\$x000	\$x000	\$x000

17

15N. Food Distribution Center - Imps-FY02	850 CT						850 CT
Develop a new seafood terminal to comply with federal regulations for the cold storage of food to meet modern transportation requirements.	850						850

Totals - COMMERCIAL DEVELOPMENT

8,000 CN	3,500 CN	1,000 CN	1,000 CN	2,000 CN	2,000 CN	17,500 CN
5,654 CT						5,654 CT
15,000 FB						15,000 FB
1,201 FT						1,201 FT
15,000 SB						15,000 SB
6,880 ST						6,880 ST
6,447 TT						6,447 TT

58,182	3,500	1,000	1,000	2,000	2,000	67,682
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INDUSTRIAL DEVELOPMENT**16 - Industrial Districts**

11 Lower Schuylkill River Industrial District
Improve infrastructure & access to industrialized portion of the Lower Schuylkill River.

14 West Parkside Public Service Improvement
Redevelop West Parkside industrial and neighborhood services to encourage economic growth in this neighborhood.

325 CA	300CN	500CN	500 CN	1,000 CN	3,000 CN	4,000 CN	9,000 CN
325	800	800	800	1,000	3,000	4,000	9,925

7 Na
Make
devel
Seaw
3).8 Nav
Make ir
develop9 Navy
Stabilize
structure10 Navy
Replace
Ave to Int12 Navy Y
Improve th
the Tasty I13 Navy Y
Make infras
developme

Application for Federal Assistance SF-424

* 1. Type of Submission:

- ☐ Preapplication
☒ Application
☐ Changed/Corrected Application

* 2. Type of Application:

- ☒ New
☐ Continuation
☐ Revision

* If Revision, select appropriate letter(s):

* Other (Specify):

* 3. Date Received:

12/17/2015

4. Applicant Identifier:

5a. Federal Entity Identifier:

5b. Federal Award Identifier:

State Use Only:

6. Date Received by State:

7. State Application Identifier:

8. APPLICANT INFORMATION:

* a. Legal Name:

Philadelphia Authority for Industrial Development

* b. Employer/Taxpayer Identification Number (EIN/TIN):

23-2237287

* c. Organizational DUNS:

1014464740000

d. Address:

* Street1:

2600 Centre Square West

Street2:

1500 Market Street

* City:

Philadelphia

County/Parish:

Philadelphia

* State:

PA: Pennsylvania

Province:

* Country:

USA: UNITED STATES

* Zip / Postal Code:

19102-2126

e. Organizational Unit:

Department Name:

Division Name:

f. Name and contact information of person to be contacted on matters involving this application:

Prefix:

* First Name:

Kate

Middle Name:

* Last Name:

McNamara

Suffix:

Title:

Vice President, Real Estate Services

Organizational Affiliation:

Philadelphia Industrial Development Corporation

* Telephone Number:

Fax Number:

* Email:

Application for Federal Assistance SF-424

* 9. Type of Applicant 1: Select Applicant Type:

X: Other (specify)

Type of Applicant 2: Select Applicant Type:

Type of Applicant 3: Select Applicant Type:

V: Alaska Native and Native Hawaiian Serving Institutions

* Other (specify):

Gov. entity created by state

* 10. Name of Federal Agency:

Environmental Protection Agency

11. Catalog of Federal Domestic Assistance Number:

66.818

CFDA Title:

Brownfields Assessment and Cleanup Cooperative Agreements

* 12. Funding Opportunity Number:

EPA-OSWER-OBLR-15-05

* Title:

FY16 Guidelines for Brownfields Revolving Loan Fund Grants

13. Competition Identification Number:

Title:

14. Areas Affected by Project (Cities, Counties, States, etc.):

Add Attachment

Delete Attachment

View Attachment

* 15. Descriptive Title of Applicant's Project:

Lower Schuylkill - Innovation District - Revolving Loan Fund for Brownfield Remediation

Attach supporting documents as specified in agency instructions.

Add Attachments

Delete Attachments

View Attachments

Application for Federal Assistance SF-424**16. Congressional Districts Of:**

* a. Applicant

2

* b. Program/Project

1

Attach an additional list of Program/Project Congressional Districts if needed.

Add Attachment

Delete Attachment

View Attachment

17. Proposed Project:

* a. Start Date:

01/01/2012

* b. End Date:

12/31/2016

18. Estimated Funding (\$):

* a. Federal	1,000,000.00
* b. Applicant	200,000.00
* c. State	0.00
* d. Local	0.00
* e. Other	0.00
* f. Program Income	55,654.00
* g. TOTAL	1,255,654.00

*** 19. Is Application Subject to Review By State Under Executive Order 12372 Process?**☐ a. This application was made available to the State under the Executive Order 12372 Process for review on .☐ b. Program is subject to E.O. 12372 but has not been selected by the State for review.☒ c. Program is not covered by E.O. 12372.*** 20. Is the Applicant Delinquent On Any Federal Debt? (If "Yes," provide explanation in attachment.)**☐ Yes☒ No

If "Yes", provide explanation and attach

Add Attachment

Delete Attachment

View Attachment

21. *By signing this application, I certify (1) to the statements contained in the list of certifications and (2) that the statements herein are true, complete and accurate to the best of my knowledge. I also provide the required assurances** and agree to comply with any resulting terms if I accept an award. I am aware that any false, fictitious, or fraudulent statements or claims may subject me to criminal, civil, or administrative penalties. (U.S. Code, Title 218, Section 1001)**

☒ ** I AGREE

** The list of certifications and assurances, or an internet site where you may obtain this list, is contained in the announcement or agency specific instructions.

Authorized Representative:

Prefix:

* First Name:

Paul

Middle Name:

* Last Name:

Deegan

Suffix:

* Title:

PAID Board Secretary

* Telephone Number:

Fax Number:

* Email:

* Signature of Authorized Representative:

Kate McNamara

* Date Signed:

12/17/2015